

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-____ (____)
	:	
Debtors.	:	(Jointly Administered)
	:	
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AFFIDAVIT OF DOUGLAS P. BARTNER IN  
SUPPORT OF APPLICATION FOR ORDER UNDER  
11 U.S.C. § 327(e) AND FED. R. BANKR. P. 2014  
(I) AUTHORIZING EMPLOYMENT AND RETENTION OF  
SHEARMAN & STERLING LLP AS SPECIAL COUNSEL TO  
DEBTORS AND (II) SCHEDULING FINAL HEARING THEREON

STATE OF NEW YORK     )  
                                  ) SS:  
COUNTY OF NEW YORK    )

Douglas P. Bartner, being duly sworn, deposes and states as follows:

1. I am an attorney admitted to practice law in the State of New York, the State of California and before the United States District Court for the Southern and Eastern Districts of New York. I am a member of the law firm of Shearman & Sterling LLP ("Shearman & Sterling"), which maintains its offices at, among other places, 599 Lexington Avenue, New York, New York 10022. I am familiar with the matters set forth herein and make this affidavit in support of the application (the "Application")<sup>1</sup> filed by Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in these chapter 11 cases (collectively, the "Debtors"), for entry of interim and final orders (a) authorizing the

<sup>1</sup> Unless otherwise defined herein, all capitalized terms shall have the meanings ascribed to them in the Application.

employment and retention of Shearman & Sterling as special counsel to the Debtors, under section 327(e) of the Bankruptcy Code and Bankruptcy Rule 2014, effective as of the Application date, and (b) scheduling a final hearing thereon.

2. Unless otherwise stated, I have personal knowledge of the facts set forth hereinafter. To the extent that any information disclosed herein requires amendment or modification upon Shearman & Sterling's completion of further analysis or as additional party-in-interest information becomes available to me, I will submit a supplemental affidavit to this Court.

3. Neither I, Shearman & Sterling, nor any member, counsel, or associate of Shearman & Sterling represents entities other than the Debtors in connection with the Debtors' chapter 11 cases. Insofar as I have been able to ascertain, neither I, Shearman & Sterling, nor any member, counsel, or associate thereof, has any connection with the Debtors, their creditors or stockholders, or any party-in-interest herein, except as set forth hereinafter.

4. Except as disclosed otherwise herein, neither I, Shearman & Sterling, nor any member, counsel, or associate of Shearman & Sterling, insofar as I have been able to ascertain, (a) represent entities other than the Debtors in connection with the Debtors' chapter 11 cases, (b) have any connections with the Debtors, their creditors or stockholders, or any other party-in-interest, or (c) hold any interest adverse to the Debtors or their estates with respect to the matters on which Shearman & Sterling is to be retained and employed in these chapter 11 cases.

5. Although counsel seeking to be employed pursuant to section 327(e) of the Bankruptcy Code is required to show only that counsel does not hold any interest adverse to the Debtors or their estates on the matters on which such counsel is to be retained and employed in the Debtors' cases, here Shearman & Sterling shows that it is also a "disinterested person" within

the meaning of section 101(14) of the Bankruptcy Code. Shearman & Sterling makes this showing so that it will be in a position to perform certain services from time to time, at the request of the Debtors and 327(a) Counsel (as defined below), that otherwise might be performed by 327(a) Counsel, as more fully described herein.

6. Shearman & Sterling is a "disinterested person," as that term is defined in section 101(14) of the Bankruptcy Code, in that the firm, its partners, counsel, and associates:

- (a) are not creditors, equity security holders, or insiders of the Debtors;
- (b) are not and were not investment bankers for any outstanding security of the Debtors;
- (c) have not been, within three years before the date of the filing of the Debtors' chapter 11 petitions, (i) investment bankers for a security of the Debtors, or (ii) an attorney for such an investment banker in connection with the offer, sale, or issuance of a security of the Debtors;
- (d) are not and were not, within two years before the date of the filing of the Debtors' chapter 11 petitions, a director, officer, or employee of the Debtors or of any investment banker as specified in subparagraphs (b) or (c) of this paragraph; and
- (e) do not have an interest materially adverse to the interest of the Debtors' estates or any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with, or interest in the Debtors or an investment banker as specified in subparagraphs (b) or (c) of this paragraph, or for any other reason.

Shearman & Sterling's Prepetition Relationship  
With The Debtors And Nature Of Retention

7. Prior to the Petition Date, Shearman & Sterling advised the Debtors on a variety of matters, including the Debtors' prepetition financing, their debtor-in-possession financing, European financing matters, general corporate matters, securities law matters, certain litigation and employment matters, and general planning for these chapter 11 cases. Shearman & Sterling also worked with 327(a) Counsel to prepare various "First Day Motions" in connection

with these chapter 11 cases. Shearman & Sterling, if retained, will render services to the Debtors including the following:

- (a) advising the Debtors, through the date of entry of the final order thereon, and coordinating with Skadden, Arps, Slate, Meagher, & Flom LLP ("327(a) Counsel" or "Skadden Arps"), which the Debtors seek to retain as their general bankruptcy counsel under section 327(a) of the Bankruptcy Code, in connection with the Debtors' postpetition financing and cash collateral arrangements and negotiating and drafting documents relating thereto;
- (b) providing non-bankruptcy advice to the Debtors: (i) through its Board of Directors and executive management in coordination with 327(a) Counsel, with respect to legal matters arising in or relating to the Debtors' ordinary course of business, including attendance at senior management meetings, meetings with the Debtors' financial and turnaround advisors, and meetings of the Board of Directors; and (ii) with respect to such other matters as the Debtors and 327(a) Counsel deem appropriate under the circumstances;
- (c) representing the Debtors in any litigation or arbitration matters in which Shearman & Sterling has appeared as of the commencement of these chapter 11 cases, and such other matters as shall arise from time to time assigned by the Debtors to, and accepted by, Shearman & Sterling;
- (d) attending meetings with any committees formed in these chapter 11 cases and other third parties and participating in negotiations with respect to the above matters; and
- (e) performing the full range of services normally associated with matters such as those identified above, as the Debtors' special counsel, which Shearman & Sterling is in a position to provide.

8. Shearman & Sterling is not a creditor of the Debtors. In the one year prior to the Petition Date, the Debtors advanced approximately \$4,743,512 to Shearman & Sterling on account of services performed and to be performed, and expenses incurred and to be incurred, in connection with the commencement and prosecution of these chapter 11 cases, including an advance of an estimate of the fee charges and expenses for the period from October 1, 2005 through the Petition Date. The exact amount of actual charges for fees and expenses for such period will be determined upon the final recording of all time and expense charges and debited

against such advance. In addition, Shearman & Sterling received an advance retainer of \$250,000 for professional services performed and to be performed, and expenses incurred and to be incurred, in connection with these chapter 11 cases. As agreed by the Debtors and Shearman & Sterling, after the application of amounts toward payment of prepetition fee charges and expenses previously estimated for the period of October 1, 2005 to the Petition Date, any excess advance amounts will be deemed an additional retainer and held by Shearman & Sterling for application to and payment of postpetition fees and expenses that are finally allowed by this Court.

9. I understand that the Debtors have selected Shearman & Sterling as special counsel because Shearman & Sterling has represented the Debtors since May 10, 1999 in connection with certain corporate, financing, litigation, employment, and other significant matters. As a result of Shearman & Sterling's prepetition representation of the Debtors, Shearman & Sterling has become informed about the Debtors' businesses and legal affairs and is familiar with the Debtors' capital structure and the issues and material agreements relating to Shearman & Sterling's representation of the Debtors. It is my further understanding that the Debtors also have selected Shearman & Sterling based upon its experience in similar but unrelated matters of this type.

10. Shearman & Sterling, a law firm of more than 900 attorneys, also has expertise and experience in other pertinent legal areas, including litigation, tax, finance, corporate, and securities law, that likely will be relevant to Shearman & Sterling's role as special counsel to the Debtors. Accordingly, Shearman & Sterling has the necessary background to address effectively and efficiently many of the legal issues and problems that might arise in connection with the matters described above. In addition, I believe, and it is my understanding

that the Debtors believe, that given Shearman & Sterling's familiarity with the Debtors' businesses, operations, and finances, and its prepetition representation of the Debtors on a wide variety of matters, it would be imprudent and inefficient to lose the knowledge base and experience of Shearman & Sterling with respect to these ongoing matters during these chapter 11 cases.

11. It is my understanding that the Debtors have sought or intend to seek to retain Skadden, Arps as general bankruptcy counsel to the Debtors, O'Melveny & Myers LLP ("O'Melveny") as special labor counsel to the Debtors, Groom Law Group Chartered ("Groom") as special employee benefits counsel, and other professionals retained by the Debtors to perform specific tasks that are unrelated to the work to be performed by Shearman & Sterling as special counsel to the Debtors. Shearman & Sterling intends to work closely with the other professionals retained by the Debtors to ensure that there is no unnecessary duplication of legal services performed for or charged to the Debtors' estates. In the unlikely event that any matter were, in the future, to give rise to a potential conflict with respect to matters that otherwise would have been handled by Shearman & Sterling, then Skadden, Arps, O'Melveny, Groom, or another professional retained by the Debtors would handle such matters and Shearman & Sterling would not be involved.

12. To the extent that the Debtors wish to expand the scope of Shearman & Sterling's services in the future, I intend to supplement this Affidavit accordingly.

Shearman & Sterling Disclosure Procedures

13. Shearman & Sterling and partners and associates of Shearman & Sterling have in the past represented, currently represent, and may in the future represent other entities that are claimants or equity security holders of the Debtors in matters totally unrelated to the

Debtors or these chapter 11 cases. Shearman & Sterling, which employs more than 900 attorneys in 19 cities, has a large and diversified legal practice that encompasses the representation of many financial institutions and commercial corporations, some of which may be or become claimants or equity security holders in these chapter 11 cases or may otherwise have an interest in these chapter 11 cases.

14. In preparing this Affidavit, I used a set of procedures developed by Shearman & Sterling to ensure compliance with the requirements of the Bankruptcy Code and the Bankruptcy Rules regarding the retention of professionals by a debtor under the Bankruptcy Code. Pursuant to these procedures, I performed or caused to be performed the following actions to identify the parties relevant to this Affidavit and to ascertain Shearman & Sterling's connection to such parties:

- (a) A comprehensive list of the types of entities that may have contacts with the Debtors in connection with the matters on which Shearman & Sterling is to be employed was developed through discussions with the Debtors, Shearman & Sterling, and 327(a) Counsel.
- (b) The Debtors, Shearman & Sterling and 327(a) Counsel then compiled a list of names relating to the above entity types (collectively, the "Interested Parties"). The identities of the Interested Parties are set forth in Schedule 1 attached hereto.
- (c) Shearman & Sterling compared the Interested Parties to the names that Shearman & Sterling has compiled into a master client database from its conflict clearance and billing records, consisting of the names of the entities for which any attorney time charges have been billed in the past ten years (the "Client Database"). The Client Database includes the name of each current or former client, the name of the parties who are or were related or adverse to such current or former client, and the names of the Shearman & Sterling personnel who are or were responsible for current or former matters for such client.
- (d) Any matches between the Client Database and the Interested Parties were identified (the "Client List"), together with the names of the respective Shearman & Sterling personnel responsible for current or former matters for the entities on the Client List.

- (e) An attorney then reviewed the Client List and deleted obvious name coincidences and individuals or entities that were adverse to Shearman & Sterling in both this matter and the matter referenced on the Client List. The remaining client connections with regard to which Shearman & Sterling had represented the client within the last two years were compiled for purposes of this Affidavit.
- (f) In addition, a general inquiry to all Shearman & Sterling attorneys was sent by electronic mail to determine whether (i) any such individuals or immediate family member holds any claims against, or stock of, the Debtors, and (ii) any such individuals were ever employed by the Debtors.

15. It should be noted that Shearman & Sterling has a long-standing policy prohibiting all lawyers and support staff from using confidential information that may come to their attention in the course of their work. In this regard all personnel are barred from trading in securities with respect to which they possess confidential information.

Shearman & Sterling's Connections With Interested Parties

16. I have reviewed, or have caused an attorney under my supervision to review, the Client List and have determined that, in respect of each connection between Shearman & Sterling and such party, Shearman & Sterling does not hold or represent an interest that is adverse to the Debtors or their estates with respect to the matters on which Shearman & Sterling is being employed and is a "disinterested person" as that term is defined in section 101(14) of the Bankruptcy Code.

17. Shearman & Sterling has identified the client connections disclosed below. The connections are categorized as follows: (a) Interested Parties that Shearman & Sterling currently represents and may represent in the future in matters wholly unrelated to these chapter 11 cases; (b) clients who are or may be affiliates of Interested Parties, which clients Shearman & Sterling currently represents and may represent in the future in matters wholly unrelated to these chapter 11 cases; and (c) former clients who are either Interested Parties or affiliates of Interested



Parties, which clients Shearman & Sterling has represented in the past, and may represent in the future, in matters wholly unrelated to these chapter 11 cases.

18. Shearman & Sterling and counsel, members, and associates of Shearman & Sterling currently represent and may represent in the future, in matters wholly unrelated to these chapter 11 cases, the following Interested Parties and, in certain cases, their affiliates:

Counterparties to Contracts with Annual Payments of At Least \$100,000: Medco Health Solutions, Inc.; Raytheon Company; Lear Corporation; Hyundai Motor Company; Eaton Corporation; ABN AMRO Bank N.V.; Nextel; Sanden Corporation; Applera Corporation;

Former and Current Officers and Directors: J.T. Battenberg, III; John G. Blahnik; Robert H. Brust; Virgis W. Colbert; Alan S. Dawes; Oscar de Paula Bernardes Neto; David N. Farr; Bernd Gottschalk; Shoichiro Irimajiri; Susan A. McLaughlin; Craig G. Naylor; Cynthia A. Niekamp; Rodney O'Neal; John D. Opie; Roger S. Penske; Donald S. Runkle; John D. Sheehan; F. Thomas Sprunger; Patricia C. Sultz; James P. Whitson; David B. Wohleen;

Holders of 5% or More of Any of the Debtors' Outstanding Equity Securities: Capital Research & Management Company; Dodge & Cox; Brandes Investment Partners LLC;

Insurers: Allianz; Aon Corporation; Aon Bermuda; Aon UK; National Union Fire Insurance Company of Pitts., PA (AIG American International Companies); Starr Excess Liability Insurance International Limited; Swiss Re Insurance Company Ltd.; American International Group Inc.;

Lenders: Credit Industriel et Commercial; Capitalsource Finance LLC; Bank of America, N.A.; BNP Paribas; Citibank N.A.; Deutsche Bank AG; JP Morgan Chase Bank, N.A.; Wachovia Bank National Association; The Royal Bank of Scotland plc; General Electric Capital Corporation;

Lienholders and Other Significant Lenders: The Huntington National Bank; Citicorp Vendor Finance, Inc.;

Parties to Litigation and Their Counsel: Ford Motor Company; Volvo, AB; Marsh & McLennan Cos.; Daimler Chrysler; Delphi Corporation; Delphi Corporation Board of Directors; Delphi Corporation Board of Directors Executive Committee; Delphi Employee Benefits Committee; Delphi Employee Benefits Plan Executive Committee; Delphi Mechatronic Board of Directors; Delphi Trust I; Employee Benefit Plans Committee; Michael S. Fligstein; Denso Corporation;

Professionals: Ariba, Inc.; Pillsbury Winthrop Shaw Pittman LLP;  
PriceWaterhouseCoopers LLP; Ernst & Young; Deloitte & Touche Tohmatsu;  
Ayco Company LP; Credit Suisse First Boston LLC;

Top 50 Creditors: Textron Inc.; Freudenberg & Co. KG; Siemens AG; E.on AG;  
Norsk Hydro ASA; Toyota Motor Corp.;

Top 100 Customers by Annual Purchase Value:<sup>2</sup> Wal-Mart Stores CE; Renault;  
Fiat Automotives SA; Fiat Group; Fuji Heavy Industries;

Top 100 Suppliers by Annual Purchase Value: Ispat International NV;  
Meadwestvaco Corp.; Pioneer Corp.; Centra Inc.; Advanced Micro Devices;  
Siemens Automotive Limited; GE Medical Systems; Agilent Technologies; John  
Deere; Applied Biosystems; Cardinal Health; Ina-Schaeffler KG; AB SKF;  
Furukawa Electric Co. Ltd.; Onex Corp.; Continental Gummi-Werke AG; Denso  
International America; Wilh Werhahn; Asahi Glass Co.; and

Underwriters of Securities Issued by the Debtors: U.S. Bancorp Piper Jaffray  
Inc.; Merrill Lynch, Pierce, Fenner & Smith Incorporated; Morgan Stanley & Co.  
Incorporated; UBS Securities LLC; Banc of America Securities LLC; Barclays  
Capital Inc.; HSBC Securities (USA) Inc.; SG Cowen Securities Corp.

19. In addition, Shearman & Sterling and counsel, members, and associates of  
Shearman & Sterling currently represent and may represent in the future, in matters wholly  
unrelated to these chapter 11 cases, clients who are or may be affiliates of the following  
Interested Parties:

Counterparties to Contracts with Annual Payments of At Least \$100,000: Metlife  
(Dental); Value Options, Inc. (Value Behavioral Health); DAS Deutschland  
GmbH; Four Seasons License (Division of Standard Motor); Shanghai  
Automotive Brake Systems; Entergy (MS Power & Light) USA; Time Warner;  
TXU Energy Retail Company LP; TXU Energy TX; Southern California Edison;  
Lucent Technologies, Inc.; Consumers Energy MI; Consumers Power Company;  
SRI International;

Counterparties to Leases with Annual Payments of At Least \$100,000: LGR  
Group / CIT; American Finance Group; Ford Motor Land Development  
Corporation; LaSalle National Bank, as Trustee under Trust No. 115897;

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<sup>2</sup> Certain Interested Parties listed in paragraphs 18 through 20 of this Affidavit may qualify for more than one of the categories set forth in such paragraphs. For example, certain "Top 100 Suppliers by Annual Purchase Value" also may be "Top 50 Creditors." To avoid duplication, I have listed each such Interested Parties in only one such applicable category.

Lenders: Banco Santander Central Hispano S.A.; Banco Bilbao Vizcaya Argentaria, S.A.; Bank of China Luxembourg SA; Calyon New York Branch; American Express Certificate Company; Archimedes Funding IV Ltd.; Arx Global High Yield Securities; BDC Financing LLC; SMBC MVI SPC; Satellite Senior Income Fund LLC; SRI Fund LP;

Letter of Credit Issuers and Beneficiaries: Hub Group Associates Inc.; Toronto Dominion Bank;

Lienholders and Other Significant Lenders: Bank One Michigan; Husky Injection Molding Systems, Inc.; Wells Fargo Bank Northwest; Sentry Financial, Inc.; CIT Technologies Corporation; LaSalle Bank National Association; LaSalle National Leasing Corporation; Kyocera Mita America, Inc.; Metlife Capital LP;

Parties to Litigation and Their Counsel: Corus S.E.C./L.P.; Federal Mogul – Steel Price Increase; Rhodia Patent Assertion; DSL; Donna Owens; Hutchinson Seal; Key Plastics; Harco Industrial Supply Inc.; Anglo Metals, Inc.; TRW Automotive Products; TRW Dispute; Free, Paul; Fligstein, Michael; Valeo Electrical Systems, Inc.; Valeo North American Corporate; Valeo Switches and Detection Systems, Inc.; Delco Remy America (DRA); Elco Textron Fastening Systems; Elco Textron, Inc.;

Professionals: TUV Rheinland Group; Jones Lang LaSalle; BSI America, Inc.; Fidelity Employer Services Company, LLC; Fidelity Institutional Retirement Services Company; DET Norske Veritas; SGS Controll CO MBH; TPI; BSI Management Systems; SRS Marketing Co.;

Top 50 Creditors: Clarion Co Ltd; American Axle & Mfg Holdings Inc.; 3M Co.; Blackstone Capital Partners LLP;

Top 100 Customers by Annual Purchase Value: Mercedes-Benz U.S. International, Inc.; Harley Davidson; Adam Opel AG;

Top 100 Suppliers by Annual Purchase Value: Securitas Security; Visteon Automotive Systems; Sony Ericsson Mobile; Hewlett-Packard Company; AGFA-Gevaert N.V.; Henkel KGAA; Nissho Iwai American Corp.; PT Infineon Technologies Batam; Commissariat a l'Energie Atomique; Paid Prescriptions LLC; Volvo do Brazil Veiculos Ltda.; Stmicroelectronics Holding NV; Synchron-Eifler Ipari Es Kereskedelm; Giovanni Agnelli EC SAPA; TRW Automotive Holdings Corp; Volvo Truck;

Underwriters of Securities Issued by the Debtors: Scotia Capital (USA) Inc.; Comerica Securities, Inc.; and

Insurers: American International Insurance.

20. Shearman & Sterling and counsel, members, and associates of Shearman & Sterling have represented in the past, and may represent in the future, in matters wholly unrelated to these chapter 11 cases, the following Interested Parties or affiliates thereof:

Affiliates and Non-Debtor Subsidiaries: CEI Co., Ltd.; Daewoo Motor Company; Packard Korea Incorporated Grundig Car InterMedia System GmbH Grundig Sistemas de Electronica, Lda., Portugal;

Counterparties to Contracts with Annual Payments of At Least \$100,000: Blue Cross Blue Shield; Calsonic Corporation; CIGNA Behavioral Health; CIGNA Healthcare; ACG Components; Towers Perrin; Blue Ridge Asset Funding Corporation; Bridgestone T.G. Australia Pty. Ltd; NCC Liteflex Donation (National Composite Center); Aladdin Industries; Kaiser Aluminum and Chemical; Lockheed Martin Energy Systems (Oak Ridge Lab); UBE Machinery Sales; Fitel USA Corp.; JSP Affiliates; Daewoo Motor Company; Daewoo Automotive Corporation; Heritage Interactive Services USA; Georgia Power Company; Mississippi Power Company; Verizon; Verizon Wireless; SBC; SBC Ameritech; SBC Global Services, Inc.; Sprint; Sprint United; Sprint Spectrum; Directed Electronics (formerly Clifford); Ameritech; Alabama Power Co.; Cellco Partnership d/b/a Verizon Wireless; AT&T Corp.; AT&T Solutions, Inc.; AT&T Wireless; Constellation NewEnergy TX; Constellation NewEnergy, Inc.; Constellation NewEnergy-Gas KY; Ameritech Information Systems, Inc.; DTE Energy MI; Ameritech Mobile Services; Bell South;

Counterparties to Leases with Annual Payments of At Least \$100,000: RCA; ICON Capital Corp.; CSA Financial Corp.; ORIX Warren, LLC / Orix GF Warren Venture; Access;

Insurers: ACE Insurance Company; Chubb Custom Insurance; Lloyds of London; St. Paul; St. Paul (Bermuda), Ltd.; St. Paul Fire & Marine Insurance Company; St. Paul Mercury; St. Paul Surplus Lines Ins. Co.; Federal Ins. Co. (Chubb); Amerada Hess Corporation; Axis Reinsurance Company;

Lenders: Comerica Bank Michigan; Apollo Distressed Investment Fund; Apollo Distressed Investment Offshore; Banca Nazionale Del Lavoro SpA; Australia and New Zealand Bank Group; Seneca Capital LP;

Lienholders and Other Significant Lenders: Compaq Financial Services Corp.; Applied Industrial Technologies, Inc.; Toshiba American Information Systems Inc.; Juki Automation Systems, Inc.; Air Liquide Industrial US LP; Daewoo Heavy Industries America Corporation;

Parties to Litigation and Their Counsel: Allstate Insurance Company; Honeywell ACS Sensing & Control; Chieftain Contract Services; Paragon/CJR; Clifford Law Offices, P.C.; Austin Group, Ltd.; Allegheny Coatings; Jenner & Block;

Bancomer et al; South Trust Bank; Opel Hungary/GMPT; Energy Conversion Systems (ECS) f/k/a Morganite; Bendix ABS Fires; ICG; Motorola Quadrasteer; MCI Telecommunications Corporation; Bodman, Longley & Dahling, LLP; Tenneco Automotive; ATT; Praxair Surface Technologies; Waste Management, Inc.; Bentley-Rolls Royce; GM Daewoo; GM DAT; GM Epsilon; Faurecia Exhaust Sys Inc; DMS NA; Grundig Multimedia B.V.; Daewoo; Daewoo International; Arnold & Porter; Apple;

Professionals: Young & Rubicam, Inc. Burson Marsteller; Linklaters; McCann-Erickson; O'Melveny & Myers LLP; Phelps Dunbar LLP; MIT; Robert Half; Neal Gerber & Eisenberg LLP; Baker & Daniels; Burson-Marsteller; Drinker, Biddle & Reath; Jaeckle Fleischmann & Mugel, LLP; Heller Ehrman White & McAuliffe; Electronic Data Systems Corporation; Booz-Allen Hamilton; Dewitt Ross & Stevens; Bakers Botts LLP; Balch & Bingham LLP; SAP Consulting;

Top 50 Creditors: Motorola, Inc.; General Motors Corporation; El Dupont de Nemours & Co. Inc.; Osprey, S.A. Ltd.; Texas Instruments, Inc.; Bosch, Robert Stiftung GmbH; Hitachi Ltd.; Impala Platinum Holdings Ltd.; NEC Corp.; Sequa Corp.; Solecron Corp.; Dana Corp; Cigna Corporation;

Top 100 Customers by Annual Purchase Value: Daewoo Motor Company; Best Buy Co. Inc.; Collins & Aikman; Johnson Controls; ArvinMeritor; Benteler; Nissan; Caterpillar; Caterpillar-Joliet; BMW; BMW Group; Paccar; Navistar International; PSA Group; VW Group; Suzuki Group; AGCO Parts DIV – D7E50 Caterpillar;

Top 100 Suppliers by Annual Purchase Value: Parker-Hannifin Corp.; Alcan Inc.; Contech; CTS Corp.; Toyo Clutch Co. Inc.; OKI Semiconductor; Motorola Automotive; Microsoft Services; American President Lines Ltd.; Interamerican Trade Corp.; Philips Semiconductors; ISI of Indiana Inc.; Essex Group Inc.; GKN PLC; Tyco Electronics Corp.; Tomkins PLC; Trianon Industries Corp.; CF Gomma SPA; Olin Corp.; DMC 2 Canada Corporation; Pacific Group Ltd.; Tyco International Ltd.; Agfa Corporation; Storage Tek; Sunrise Medical HHG, Inc.; Sunrise Medical Ltd; Vallourec; Minebea Co. Ltd.; Great Lakes Tape Corp.; DTE Coal Services; Koninklijke Philips Electronics NV; Daewoo Heavy Industry America;

Underwriters of Securities Issued by the Debtors: Advest, Inc.; A.G. Edwards & Sons, Inc.; RBC Dain Rauscher Inc.; McDonald Investments Inc., a KeyCorp Company;

Unions Representing Company Employees: United Automobile, Aerospace and Agricultural Implement Workers of America (UAW); and

Holders of 5% or More of Any Outstanding Issuance of Notes: SSB.

Shearman & Sterling's representation of these parties terminated prior to the commencement of these chapter 11 cases.

21. Shearman & Sterling previously represented a prospective purchaser that is one of the Debtors' 50 largest unsecured creditors (the "Prospective Purchaser") in connection with its contemplated acquisition of certain assets of the Debtors. During the course of the representation, Shearman & Sterling erected an "ethical wall" between those Shearman & Sterling lawyers and support staff that represented the Prospective Purchaser and those that represent the Debtors in connection with these chapter 11 cases. The contemplated asset sale was not consummated and the Prospective Purchaser no longer is pursuing the acquisition at this time.

22. An associate in Shearman & Sterling's Sao Paulo, Brazil office is the daughter of a member of Delphi Corporation's board of directors. The associate is not providing, and will not provide in the future, any services with regard to the Debtors' chapter 11 cases.

23. To the best of my knowledge and information, the annual fees for each of the entities listed in paragraphs 18 through 21 did not exceed 1% of Shearman & Sterling's annual gross revenue in 2004, with the exception of the 2004 annual fees received from the Bank of America Corporation, Citigroup, Inc., Credit Suisse Group, DaimlerChrysler AG, Deutsche Bank AG, Merrill Lynch & Co., Inc., Morgan Stanley, Rhodia SA, and Wachovia Corporation family groups. To the best of my knowledge and information, there have been no material changes to date for 2005.

24. In addition, one partner and one associate of Shearman & Sterling have disclosed that each beneficially owns fewer than 250 shares of the Debtors' stock. Shearman &

Sterling has not determined whether partners or associates of Shearman & Sterling own any shares of the Debtors' stock indirectly through mutual funds or otherwise.

25. As part of its practice, Shearman & Sterling appears in cases, proceedings, and transactions involving many different attorneys, accountants, financial consultants, real estate consultants, and investment bankers, some of which may represent claimants and parties-in-interest in these cases. In certain instances, such professionals may be direct clients of Shearman & Sterling. In addition, Shearman & Sterling in the past has appeared and currently appears in matters in which Shearman & Sterling represents the same entity, a related entity, or an entity adverse to those represented by other professionals that the Debtors seek to retain in connection with these chapter 11 cases. Shearman & Sterling does not presently, has not in the past, and will not in the future represent such entities in connection with these chapter 11 cases, and Shearman & Sterling does not have any relationship with any such entity, lawyer, or accountant that would be adverse to the Debtors or their respective estates.

26. The Debtors collectively have hundreds of suppliers, vendors, landlords, service providers, employees, creditors, and other Interested Parties in these cases. Shearman & Sterling is continuing and will continue to review potential conflicts. If Shearman & Sterling learns that it has a relationship with, or has represented, a party-in-interest in these cases, I will supplement this Affidavit immediately and promptly notify this Court and the U.S. Trustee.

27. I submit that none of the representations described in paragraphs 18 through 21 have resulted or will result in an interest of Shearman & Sterling adverse to the Debtors or their estates with respect to the matters on which Shearman & Sterling is to be employed, and that Shearman & Sterling is a "disinterested person" within the meaning of section 101(14) of the Bankruptcy Code.

Shearman & Sterling's Rates And Billing Practices

28. Shearman & Sterling categorizes its billings by subject matter, in compliance with the applicable guidelines of the Office of the United States Trustee (the "U.S. Trustee Guidelines"). Shearman & Sterling agrees to charge, and the Debtors have agreed to pay, subject to this Court's approval in accordance with sections 330 and 331 of the Bankruptcy Code, the U.S. Trustee Guidelines, Bankruptcy Rule 2016, and the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York (the "Local Rules"), Shearman & Sterling's customary hourly rates and its customary reimbursements as charged to bankruptcy and non-bankruptcy clients and as adjusted to comply with this Court's Administrative Order Re: Amended Guidelines For Fees And Disbursements For Professionals In The Southern District Of New York Bankruptcy Cases dated April 15, 1995 (the "Fees Administrative Order").<sup>3</sup> Shearman & Sterling's hourly rates as of the Petition Date, which are adjusted from time to time, range from \$610 to \$795 per hour for partners, from \$245 to \$650 per hour for counsel and associates, and from \$95 to \$225 per hour for legal assistants and specialists. Shearman & Sterling customarily is reimbursed for all expenses it incurs in connection with representation of a client in a given matter. Such expenses include, without limitation, travel costs, telecommunications, express mail, messenger service, photocopying costs, document processing, temporary employment of additional staff, overtime meals, Lexis and Westlaw expenses, court fees, transcript costs and, in general, all identifiable expenses that would not have been incurred except for representation of a particular client.

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<sup>3</sup> For example, although Shearman & Sterling's customary rate for facsimiles is \$1.50 per page, in accordance with the Fees Administrative Order, Shearman & Sterling will charge the Debtors \$1.25 per page. Similarly, although Shearman & Sterling's guidelines for permissible overtime meals provide that an individual's meal may not exceed \$25.00, in accordance with the Fees Administrative Order, Shearman & Sterling will charge the Debtors a maximum of \$20.00.



29. Shearman & Sterling has represented, and will continue to represent on an ongoing basis, certain of the Debtors' non-Debtor affiliates. Inasmuch as the legal entities organizational structure supporting any one of the Debtors' projects frequently is exceedingly complex, the Debtors and Shearman & Sterling have agreed that it is appropriate to structure Shearman & Sterling's postpetition engagement relationship on the basis that all fees, charges, and disbursements incurred for all engagement matters shall be uniformly recorded, disclosed, and subject to the jurisdiction of this Court whether or not such activities are for a Debtor or a non-Debtor affiliate.

30. Shearman & Sterling acknowledges that all amounts paid to Shearman & Sterling during these chapter 11 cases are subject to final allowance by this Court. In the event that any fees or expenses paid to Shearman & Sterling during these chapter 11 cases are disallowed by this Court, the fees and expenses will be disgorged by Shearman & Sterling and returned to the Debtors or as otherwise ordered by this Court.

31. No agreement exists, and no agreement will be made, to share any compensation received by Shearman & Sterling for its services to the Debtors with any other person or firm.

32. By reason of the foregoing, I believe that Shearman & Sterling is eligible for employment and retention by the Debtors pursuant to section 327(e) of the Bankruptcy Code, the applicable Bankruptcy Rules, and the Local Rules.

33. The foregoing constitutes the statement of Shearman & Sterling pursuant to sections 327(e), 329, and 504 of the Bankruptcy Code and Bankruptcy Rules 2014(a) and 2016(b).

I have read the Affidavit, and, to the best of my knowledge, information and  
belief, the contents of said Affidavit are true and correct.

FURTHER AFFIANT SAYETH NOT.

/s/ Douglas P. Bartner  
Douglas P. Bartner

Sworn to before me on  
this 7th day of October, 2005

/s/ Nicholas Pullen  
Nicholas Pullen  
Notary Public State of New York  
No. 01PU6130499  
Qualified in New York County

My commission expires July 18, 2007

SCHEDULE 1

DELPHI CORPORATION, ET AL.

LIST OF INTERESTED PARTIES

**LIST OF INTERESTED PARTIES (CONSOLIDATED)**

**(A) AFFILIATES AND NON-DEBTOR  
SUBSIDIARIES<sup>1</sup>**

Alambrados y Circuitos Eléctricos, S.A. de C.V.  
Ambrake GP, Inc.  
Ambrake Manufacturing, Ltd.  
Arcomex S.A. de C.V.  
Arneses Eléctricos Automotrices, S.A. de C.V.  
AS Catalizadores Ambientales S.A. de C.V.  
ASEC Manufacturing (Thailand) Ltd.  
ASEC Manufacturing General Partnership  
ASEC Private Limited  
ASEC Sales General Partnership  
Ashimori Industry Co., Ltd.  
Aspire, Inc.  
Autoensambles y Logística, S.A. de C.V.  
Beijing Delphi Technology Development  
Company, Ltd.  
Beijing Delphi Wan Yuan Engine Management  
Systems Company, Ltd.  
BGMD Servicios Automotivos Ltda.  
BlueStar Battery Systems International Corp.  
Bujias Mexicanas, S.A. de C.V.  
Cablana, S.L.  
Calsonic Harrison Co., Ltd.  
CEI Co., Ltd.  
Centro Técnico Herramental, S.A. de C.V.  
Closed Joint Stock Company PES/SCC  
Condura, S. de R.L.  
Controladora Chihuahuense, S. de R.L. de C.V.  
Controladora de Alambrados y Circuitos, S. de  
R.L. de C.V.  
Controladora de Rio Bravo, S. de R.L. de C.V.  
Controladora Vesfron, S. de R.L. de C.V.  
Cordaflex Espana, S.A.  
Cordaflex, S.A. de C.V.  
Daehan Electronics Yantai Co., Ltd.  
Daesung Electric Co., Ltd.  
Daewoo Motor Co., Ltd.  
Del Tech Co., Ltd.  
Delco Electronics LLC  
Delco Electronics Overseas Corporation  
Delphi (China) Technical Centre Co. Ltd.  
Delphi Administración, S.A. de C.V.  
Delphi Alambrados Automotrices, S.A. de C.V.  
Delphi Automotive Systems – Portugal S.A.

Delphi Automotive Systems (China) Holding  
Company Limited  
Delphi Automotive Systems (Holding), Inc.  
Delphi Automotive Systems (Netherlands) B.V.  
Delphi Automotive Systems (Thailand) Ltd.  
Delphi Automotive Systems- Ashimori LLC  
Delphi Automotive Systems Australia Ltd.  
Delphi Automotive Systems Cinq SAS  
Delphi Automotive Systems Deutschland  
Verwaltungs GmbH  
Delphi Automotive Systems do Brasil Ltda.  
Delphi Automotive Systems Espana S.L.  
Delphi Automotive Systems Global (Holding),  
Inc.  
Delphi Automotive Systems Holding GmbH  
Delphi Automotive Systems Huit SAS  
Delphi Automotive Systems Human Resources  
LLC  
Delphi Automotive Systems International, Inc.  
Delphi Automotive Systems Japan, Ltd.  
Delphi Automotive Systems Korea, Inc.  
Delphi Automotive Systems Limited Sirketi  
Delphi Automotive Systems LLC  
Delphi Automotive Systems Luxembourg S.A.  
Delphi Automotive Systems Maroc  
Delphi Automotive Systems Neuf SAS  
Delphi Automotive Systems Overseas  
Corporation  
Delphi Automotive Systems Philippines, Inc.  
Delphi Automotive Systems Private Ltd.  
Delphi Automotive Systems Risk Management  
Corp.  
Delphi Automotive Systems Services LLC  
Delphi Automotive Systems Singapore  
Investments Pte Ltd.  
Delphi Automotive Systems Singapore Pte Ltd.  
Delphi Automotive Systems Sweden AB  
Delphi Automotive Systems Tennessee, Inc.  
Delphi Automotive Systems Thailand, Inc.  
Delphi Automotive Systems UK Limited  
Delphi Automotive Systems Vienna GmbH  
Delphi Automotive Systems, S.A. de C.V.  
Delphi Automotive Systems/Ashimori de Mexico,  
S.A. de C.V.  
Delphi Belgium N.V.  
Delphi Cableados, S.A. de C.V.  
Delphi Calsonic Compressors, S.A.S.  
Delphi Canada Inc.  
Delphi Catalyst South Africa (Proprietary)  
Limited  
Delphi China LLC  
Delphi Connection Systems

<sup>1</sup> In order to minimize duplication, each interested party is listed only once, irrespective of whether such party is eligible to be included under more than one of the categories set forth herein.

Delphi Connection Systems – Tijuana, S.A. de C.V.  
 Delphi Controladora, S.A. de C.V.  
 Delphi Corporation  
 Delphi Czech Republic, k.s.  
 Delphi Daesung Wuxi Electronics Co., Ltd.  
 Delphi de Mexico, S.A. de C.V.  
 Delphi Delco Electronic Systems Suzhou Co., Ltd.  
 Delphi Delco Electronics de Mexico, S.A. de C.V.  
 Delphi Delco Electronics Europe GmbH  
 Delphi Deutschland GmbH  
 Delphi Deutschland Technologies GmbH  
 Delphi Diesel Body Systems Mexico, S.A. de C.V.  
 Delphi Diesel Systems Corp.  
 Delphi Diesel Systems Corporativo IDSA, S.A. de C.V.  
 Delphi Diesel Systems do Brasil Ltda.  
 Delphi Diesel Systems France SAS  
 Delphi Diesel Systems Korea Ltd.  
 Delphi Diesel Systems Limited  
 Delphi Diesel Systems Pakistan (Private) Limited  
 Delphi Diesel Systems Pension Trustees Limited  
 Delphi Diesel Systems S.L.  
 Delphi Diesel Systems Service Mexico, S.A. de C.V.  
 Delphi Diesel Systems, S.A. de C.V.  
 Delphi Electronic Suzhou Co. Ltd.  
 Delphi Electronics (Holding) LLC  
 Delphi Ensemble de Cables y Componentes, S. de R.L. de C.V.  
 Delphi Foreign Sales Corporation  
 Delphi Foundation, Inc.  
 Delphi France Holding SAS  
 Delphi France SAS  
 Delphi Furukawa Wiring Systems LLC  
 Delphi Harrison Calsonic, S.A.  
 Delphi Holding GmbH  
 Delphi Holding Hungary Asset Management Limited Liability Company  
 Delphi Holdings Luxembourg S.ar.l.  
 Delphi Insurance Limited  
 Delphi Integrated Service Solutions, Inc.  
 Delphi Interior Systems de Mexico, S.A. de C.V.  
 Delphi International Holdings Corp.  
 Delphi International Holdings Corporation Luxembourg S.C.S.  
 Delphi International Services, Inc.  
 Delphi Italia Automotive Systems S.r.l.  
 Delphi Korea Corporation  
 Delphi Liquidation Holding Company  
 Delphi LLC  
 Delphi Lockheed Automotive Limited

Delphi Lockheed Automotive Pension Trustees Limited  
 Delphi Mechatronic Systems, Inc.  
 Delphi Medical Systems Colorado Corporation  
 Delphi Medical Systems Corporation  
 Delphi Medical Systems Texas Corporation  
 Delphi NY Holding Corporation  
 Delphi Otomotiv Sistemleri Sanayi ve Ticaret Anonim Sirket  
 Delphi Packard Austria GmbH & Co. KG  
 Delphi Packard Electric (Malaysia) Sdn. Bhd.  
 Delphi Packard Electric Ceska Republika, S.R.O.  
 Delphi Packard Electric Sielin Argentina S.A.  
 Delphi Packard Electric Systems Company Ltd.  
 Delphi Packard España, SLU  
 Delphi Packard Hungary Kft  
 Delphi Packard Romania SRL  
 Delphi Poland S.A.  
 Delphi Polska Automotive Systems Sp z.o.o.  
 Delphi Receivables LLC  
 Delphi Saginaw Lingyun Drive Shaft Co., Ltd.  
 Delphi Saginaw Steering Systems UK Limited  
 Delphi Services Holding Corporation  
 Delphi Shanghai Dynamics and Propulsion Systems Co., Ltd.  
 Delphi Sistemas de Energia, S.A. de C.V.  
 Delphi Slovensko s.r.o.  
 Delphi Technologies, Inc.  
 Delphi Trust I  
 Delphi Trust II  
 Delphi Trust III  
 Delphi Trust IV  
 Delphi Tychy Sp. z.o.o.  
 Delphi-Calsonic Hungary Manufacturing Limited Liability Company  
 Delphi-TVS Diesel Systems Ltd.  
 DEOC Pension Trustees Limited  
 Diavia Aire, S.A.  
 DREAL, Inc.  
 Electrotecnica Famar S.A.C.I.I.E.  
 EnerDel, Inc.  
 Environmental Catalysts, LLC  
 Exhaust Systems Corporation  
 Famar do Brasil Comercio e Representacao Ltda.  
 Famar Faguina, S.A.  
 FUBA Automotive GmbH & Co. KG  
 Gabriel de Mexico, S.A. de C.V.  
 Grundig Car InterMedia System GmbH  
 Grundig Sistemas de Electronica, Lda., Portugal  
 HE Microwave LLC  
 Holdcar S.A.  
 Inmobiliaria Marlis, S.A.  
 Inmuebles Wagon, S.A.  
 InPlay Technologies, Inc.  
 Interessengemeinschaft fur Rundfunkschutzrechte GmbH

Interessengemeinschaft fur Rundfunkschutzrechte  
 GMBH Schutzrechtsverwertung & Co. KG  
 Katcon, S.A. de C.V.  
 KDAC (Thailand) Company Limited  
 KDS Company, Ltd.  
 Korea Delphi Automotive Systems Corporation  
 Korea Technology Bank Network  
 Mecel AB  
 MobileAria, Inc.  
 Noteco Comércio e Participacoes Ltda.  
 NSK Ltd.  
 On Se Telecom Co., Ltd.  
 P.T. Delphi Automotive Systems Indonesia  
 Packard Hughes Interconnect Company  
 Packard Korea Incorporated  
 PBR Knoxville L.L.C.  
 Productos Delco de Chihuahua, S.A. de C.V.  
 Promotora de Partes Electricas Automotrices S.A.  
 de C.V.  
 PROSTEP AG  
 Proveedora de Electricidad de Occidente, S.A. de  
 C.V.  
 Qingdao Daesung Electronic  
 Rio Bravo Eléctricos, S.A. de C.V.  
 Shanghai Delco Electronics & Instrumentation  
 Co., Ltd.  
 Shanghai Delphi Automotive Air-Conditioning  
 Systems Co., Ltd.  
 Shanghai Delphi Emission Control Systems  
 Company, Ltd.  
 Shanghai-Delphi Automotive Door Systems Co.,  
 Ltd.  
 Shengyang Huali Automotive Air-conditioning  
 Co. Ltd.  
 Sistemas Eléctricos y Conmutadores, S.A. de  
 C.V.  
 Specialty Electronics (Singapore) Pte Ltd.  
 Specialty Electronics International Ltd.  
 Specialty Electronics, Inc.  
 TECCOM GmbH  
 TecDoc Information System GmbH  
 Termoelectrica del Golfo, S. de R.L. de C.V.  
 Unterstutzungsgesellschaft der Kabelwerke  
 Reinshagen GmbH  
 Wuhan Shenlong Automotive Air-conditioning  
 Co. Ltd.  
 Yeon Kyung Electronics Co., Ltd.

**(B) FORMER OFFICERS AND DIRECTORS  
 (FOR THE PAST THREE YEARS)**

Alapont, José Maria  
 Alsagoff, Faris  
 Anderson, Carrie  
 Arkwright, Christopher P.  
 Arle, John P.

Bailey, R. Scott  
 Bailey, Russell W.H.  
 Balsei, Mike  
 Barth, Volker J.  
 Battenberg, J.T., III  
 Beckett, Michael  
 Belans II, Milan E.  
 Bellar, Fred J., III  
 Bernardes, Oscar de Paula  
 Berry, Roberto Edwin  
 Bertrand, James A.  
 Billis, A.E.  
 Blahnik, John G.  
 Borzi, James W.  
 Bowers, William Steven  
 Brown, Jr., Andrew  
 Brown, Richard  
 Brust, Robert H.  
 Burgner, David Allen  
 Butler, Kevin M.  
 Chadwick, Jeffrey R.  
 Chen, Jimmy C.  
 Chen, Jinya  
 Chon, Choon T.  
 Clemons, Steve D.  
 Colbert, Virgis W.  
 Conlon, Martin  
 Conor-Freeman, Maria  
 Cooke, F.H.  
 Corcoran, Sean P.  
 Cornwell, William D.  
 Davey, Stephen L.  
 Dawes, Alan S.  
 Deak, Gabor Janos  
 Deak, Garbor Janos  
 Desnos, Philippe  
 Eichenlaub, Brian  
 Erwin, Richard E.  
 Farr, David N.  
 Feigenbaum, Haim  
 Flowers, Allen D.  
 Forbes, Timothy G.  
 Franzi, Richard A.  
 Fuerst, John M.  
 Funke Esq., Jimmy L.  
 Gango, Frank  
 Gardner, A.N.  
 Geller, Pamela M.  
 Goodman, Thomas D.  
 Gottschalk, Bernd  
 Gray, Mary A.  
 Griffin, Patrick  
 Gruber, Douglas  
 Gumina, Joseph P.  
 Hachey, Guy C.  
 Hall Jr., Samuel H.

Hathaway, R.E.  
Hayashida, Shuji  
Healy, Karen L.  
Heigel, Kevin R.  
Hermeling, Rainer  
Hindels, James H.  
Hotchkiss, Nick  
Humbeck, Wolfgang  
Irimajiri, Shoichiro  
Jackson, Arthur Russell  
Jackson, J.E.  
Jacovides, Linos  
Jaffurs, John A.  
Janak, Peter H.  
Jensen, William  
Jobe, Ronald E.  
Jok, Richard  
Jones, David J.  
Kamischke, Mark S.  
Katz Esq., Robert  
Kaye Esq., Diane L.  
Knill, David  
Knutson, Timothy J.  
Kolano, Derek  
Krause, Jeffrey M.  
Lee, Dae Un  
Lewis, Theodore H.  
Loeb, Marjorie Harris  
Lorenz, Mark C.  
Manocha, Charu  
Manocha, Sandeep  
Marion, Laura  
Maschoff, David  
McClain, Karen  
McGuire, Marc C.  
McLaughlin, Susan A.  
Milburn, Paul S.  
Miller, Gail K.  
Miller, Robert S.  
Naylor, Craig G.  
Nelson, R. David  
Niekamp, Cynthia A.  
O'Neal, Rodney  
O'Neill, Brian P.  
Olbrecht, Denise  
Opie, John D.  
Ordonez, Frank A.  
Overly, Jeffrey M.  
Owens, Jeffrey J.  
Parsons, Jeffrey  
Pasricha, Atul  
Passante, John A.  
Penske, Roger S.  
Petrie, John  
Pirtle, Ronald M.  
Pitsenbarger, Pam

Rayne, Mike  
Reagan, Michael T.  
Remenar, Robert J.  
Richards, F. Timothy  
Richards, Gregory R.  
Robinson Esq., Logan G.  
Rogers, Max  
Roland Jr., John Robert .  
Runkle, Donald L.  
Salrin, Sarah J.  
Scheffler, Milton R.  
Schuppe, Michael L.  
Schwartz, Elizabeth M.  
Scott, Ian  
Shader, Michael A.  
Sheehan, John D.  
Short, John  
Sonnonstine, Jerry  
Sparks, Robert H.  
Spencer, James A.  
Springer, F. Thomas  
Sprunger, F. Thomas  
Sultz, Patricia C.  
Sullivan, Henry A.  
Theriot, Mark  
Tilton, Todd I.  
Twomey, Thomas N.  
Valanty, Burton J.  
Veaser, Lothar  
Walker, Bette M.  
Walker, Robert C.  
Weber, Mark R.  
Whitson, James P.  
Williams, Derrick M.  
Williamson, J.L.  
Wohleen, David B.  
Yoon, Myung Hwan  
Young, R.A.  
Zablocki, Richard J.

**(C) ALL LENDERS (INCLUDING CURRENT AND FORMER AGENTS UNDER CREDIT FACILITIES AND THEIR COUNSEL AND FINANCIAL ADVISORS)**

A3 Funding LP  
Ableco Finance LLC  
ABN AMRO Bank N.V.  
ACA CLO 2005-1, Ltd.  
Access Institutional Loan Fund  
ADAR Investment Fund Ltd  
Addison CDO, Limited  
AG Alpha Credit Master, Ltd.  
Agricultural Bank of China  
Ahab Partners, L.P.  
Airlie Opportunity Master Fund, Ltd

Amaranth Partners LLC – Trading  
American Express Certificate Company  
AMMC CLO III, Limited  
AMMC CLO IV, Limited  
Apollo Distressed Investment Fund  
Apollo Distressed Investment Offshore  
Appaloosa Invest Ltd. Partnership I  
Archimedes Funding IV, Ltd.  
ARX Global High Yield Securities  
Aslan Capital Master Fund, LP  
Atlas Capital Funding, Ltd.  
Atrium IV  
Aurum CLO 2002-1 Ltd.  
Australia and New Zealand Bank Group  
Avenue CLO Fund, Ltd.  
Avenue CLO II, Ltd.  
Avery Point CLO, Ltd.  
Balboa CDO I, Limited  
Banca Bilbao Vizcaya Argentaria, S.A  
Banca Nazionale Del Lavoro SpA  
Banco Bilbao Vizcaya Argentaria, S.A.  
Banco Santander Central Hispano S.A.  
Bank of America, N.A.  
Bank of China Luxembourg SA  
Bank of New York  
Bank of Nova Scotia  
Bank of Tokyo Mitsubishi Trust Company  
Barclays Bank PLC  
BDC Finance LLC  
Bear Stearns Investment Products,  
Black Diamond Offshore Limited  
Blue Square Funding Ltd. Series 3  
BNP Paribas  
Boldwater CBNA Loan Funding LLC  
Boldwater Credit Opportunities  
Boston Harbor CLO 2004-1, Ltd  
Boston Income Portfolio  
Brencourt Distress Securities  
Brookville Capital Master Fund, L.P  
Bryn Mawr CLO, Ltd.  
Callidus Debt Partners CDO Fund I  
Calyon New York Branch  
Candlewood Capital Partners LLC  
Canpartners Investments IV LLC  
Canyon Capital CDO 2002-1 Ltd.  
Canyon Capital CLO 2004-1 Ltd.  
Capitalsource Finance LLC  
Cargill Financial Services Intl. Inc  
Castle Garden Funding  
Castle Hill III CLO, Limited  
Castle Hill II-Ingots, Ltd.  
Castle Hill I-Ingots, Ltd.  
CDL Loan Funding LLC  
Cedarview Opportunities Master Fund  
Celerity CLO Ltd  
Centurion CDO 8, Limited

Centurion CDO 9, Limited  
Centurion CDO II, Ltd.  
Centurion CDO VI LTD  
Centurion CDO VII Limited  
Chatham Light II CLO, Limited  
Citadel Hill 2000 Ltd.  
Citibank N.A.  
Citicorp USA Inc.  
Citigroup Financial Products Inc.  
Colonial Funding LLC  
Comerica Bank Michigan  
Commerzbank Aktiengesellschaft  
Credit Industriel et Commercial  
Credit Suisse, New York & Cayman Islands  
CSAM Funding IV  
C-Squared CDO Ltd.  
Cumberland II CLO LTD  
Cypresstree Claif Funding LLC  
D.K. Acquisition Partners, L.P.  
Debt Strategies Fund, Inc.  
Delaware Corp Bond Fund  
Delaware Delchester Fund  
Desjardins Financial Security Life  
Deutsche Bank AG  
Deutsche Bank Trust Company America  
Diversified Income Strategies  
Diversified Investors High Yield  
Double Black Diamond Offshore LDC  
Dryden III-Leveraged Loan CDO 2002  
Dryden IV Leveraged Loan CDO 2003  
Dryden Leveraged Loan CDO 2002-II  
Dryden VIII - Leveraged Loan CDO  
Duane Street CLO 1, LTD.  
Duma Master Fund LP  
Dunes Funding LLC  
Dymas Funding Company LLC  
ELF Funding Trust I  
Employers Insurance of Wausau  
Empyrean Investments, LLC  
Endurance CLO 1 Ltd.  
Event Partners Debt Acquisition, LLC  
Excess Book  
Feingold O'Keeffe Credit Fund CBNA  
Fifth Third Bank, Eastern Michigan  
First Trust Highland Capital  
Flagship CLO 2001-1  
Flagship CLO II  
Flagship CLO III  
Flagship CLO IV  
Forest Creek CLO, Ltd.  
Fortis Bank SA NV Cayman Island Branch  
Fortress Credit Funding I LP  
Fortress Credit Funding II LP  
Galaxy CLO 2003-1, Ltd.  
Galaxy III CLO, Ltd.  
Galaxy IV CLO, Ltd.



Galaxy V CLO, Ltd.  
General Electric Capital Corporation  
Gleneagles CLO Ltd.  
Global Enhanced Loan Fund S.A.  
Global StocksPLUS Income Fund  
Goldman Sachs Credit Partners L.P.  
Gracie Capital L.P.  
Grand Central Asset Trust  
Grand Central Asset Trust, Gaia  
Grand Central Asset Trust, SIL  
Grand Central Asset Trust, Single  
Greywolf Loan Participation LLC  
Guggenheim Portfolio Company XII  
Gulf Stream - Compass CLO 2005-1  
Gulf Stream - Compass CLO 2005-1  
Gulf Stream Compass CLO 2002-1  
Gulf Stream-Compass CLO 2004-1, Ltd  
Hammerman Capital Master Fund LP  
Hammerman Counterpoint Master Fund  
Harbour Town Funding LLC  
HBK Master Fund L.P.  
High Income Portfolio  
Highland Floating Rate Advantage  
Highland Floating Rate LLC  
Highland Offshore Partners, L.P.  
Horizon Income Fund, Ltd.  
HSBC Bank USA, National Association  
IDS Life Insurance Company  
ING Capital LLC  
ING Investment Management CLO I, Ltd  
ING Prime Rate Trust  
ING Senior Income Fund  
Investment CBNA Loan Funding LLC  
Investors Bank and Trust Co  
Jasper CLO Ltd.  
JPMorgan Chase Bank, N.A.  
Katonah II, Ltd.  
Katonah III, Ltd.  
Katonah IV, Ltd.  
KeyBank National Association  
KIL Loan Funding LLC  
Kingsland I, Ltd.  
KKR Financial CLO 2005-1, Ltd.  
KZH Pondview LLC  
KZH Soleil LLC  
KZH Soleil-2 LLC  
Lehman Commercial Paper Inc.  
Liberty CLO Ltd.  
Liberty Mutual Ins Company  
LibertyView Loan Fund, LLC  
Lightspeed CLO  
Lincoln National Life Insurance Co.  
LINDEN CAPITAL LP  
Lispenard Street Credit (Master)  
Loan Funding I LLC  
Loan Funding III LLC

Loan Funding V, LLC  
Loan Funding XI LLC  
Loan Star State Trust  
Long Grove CLO, Limited  
Madison Park Funding I, Ltd.  
Marathon CLO I Ltd.  
Marathon Special Opportunity  
Market Square CLO Ltd.  
Marquette Park CLO Ltd.  
McDonnell Loan Opportunity Ltd.  
Metropolitan West High Yield Bond  
Metropolitan West Strategic Income  
Mizuho Corporate Bank Ltd.  
ML Global Investment Series Income  
Morgan Stanley Senior Funding, Inc.  
Mountain Capital CLO II Ltd.  
Mountain Capital CLO IV, Ltd.  
Muirfield Trading LLC  
National City Bank  
Nemean CLO, Ltd.  
Oak Hill Credit Alpha Fund (Offshore)  
Oak Hill Credit Alpha Fund LP  
Oak Hill Credit Partners I, Limited  
Oak Hill Credit Partners II, Limited  
Oak Hill Credit Partners III, Limited  
Oak Hill Credit Partners IV, Limited  
Oak Hill Securities Fund II, L.P.  
Oak Hill Securities Fund, L.P.  
OCM High Yield Plus Fund LP  
Octagon Investment Partners IV, Ltd  
Octagon Investment Partners V, Ltd.  
Octagon Investment Partners VI, Ltd  
Octagon Investment Partners VII, Ltd  
Panton Master Fund LP  
Park Avenue Loan Trust  
PIMCO Floating Income Fund  
PIMCO Floating Rate Income Fund  
PIMCO Floating Rate Strategy Fund  
PIMCO High Yield Fund  
Pinewood Credit Markets Master Fund  
Pioneer Floating Rate Trust  
PNC Bank, N.A.  
Post Leveraged Loan Master Fund, LP  
Post Opportunity Fund L.P.  
Post Total Return Fund, L.P.  
Principal Life Insurance Company  
Prospect Funding I, LLC  
Protective Life Insurance Company  
Putnam Floating Rate Income Fund  
Putnam High Yield Advantage Fund  
Putnam High Yield Trust  
Putnam Variable Trust High Yield Fund  
Q Funding III LP  
Quadrangle Master Funding Ltd  
Quattro Distressed Opportunity Fund  
Quattro Fund Ltd

Quattro Multi-Strategy Master Fund  
R2 Top Hat, Ltd.  
Race Point CLO, Limited  
Race Point II CLO, Limited  
Race Point III CLO, Limited  
Red Fox Funding LLC  
Redwood Master Fund, Ltd.  
Riviera Funding LLC  
Robson Trust  
Rockwall CDO Ltd.  
Rosemont CLO, Ltd.  
Salomon Brothers Variable Rate  
Sankaty High Yield Partners II  
Sankaty High Yield Partners III, LP  
Satellite Senior Income Fund II  
Satellite Senior Income Fund, LLC  
Saturn Trust  
Scoggin Worldwide Fund Ltd  
Scottwood Partners LP  
Sea Pines Funding LLC  
Secondary Loan and Distressed Credit  
SEI Institutional Managed TST  
Seneca Capital, L.P.  
SEQUILS Centurion V, Ltd.  
SEQUILS ING I (HBDGM), Ltd.  
SEQUILS-Magnum, Ltd.  
Severn River Master Fund Ltd  
Sierra CLO I Ltd.  
Silverado CLO 2006-I LTD  
Simpson Thacher & Bartlett LLP  
Sky CBNA Loan Funding LLC  
SMBC MVI SPC  
Societe Generale SA New York  
SOF Investment, LP  
Southport CLO, Limited  
Special Situations Investing Group  
SRI Fund LP  
Stanfield Arbitrage CDO, Ltd.  
Stanfield Bristol CLO, LTD.  
Stanfield Carrera CLO, Ltd.  
Stanfield Vantage CLO Ltd.  
Sumitomo Mitsui Banking Corporation  
SunTrust Bank Atlanta  
TCW Select Loan Fund, Limited  
TCW Senior Secured Loan Fund LP  
Tenor Opportunity Master Fund, Ltd.  
The Drake Offshore Master Fund, Ltd  
The Foothill Group Incorporated  
The Hartford Floating Rate Fund  
The Royal Bank of Scotland PLC  
Thrivent High Yield Fund  
Thrivent High Yield Fund II  
Thrivent High Yield Portfolio  
Thrivent High Yield Portfolio II  
Trilogy Portfolio Company, LLC  
TRS Callisto LLC

TRS Leda LLC  
TRS Thebe LLC  
UBS Loan Finance LLC  
UFJ Bank Limited  
Velocity CLO, Ltd.  
Venture CDO 2002, Limited  
Venture II CDO 2002, Limited  
Venture III CDO, Limited  
Venture IV CDO, Limited  
Vista Leverage Income Fund  
Vulcan Ventures, Inc.  
Wachovia Bank National Association  
Watershed Capital Institutional  
Watershed Capital Partners (Offshore)  
Watershed Capital Partners, L.P.  
Waterville Funding LLC  
Waveland-Ingots, Ltd.  
Wells Capital Management-12831400  
Wells Capital Management-13702900  
Wells Capital Management-13823100  
Wells Capital Management-13923602  
Wells Capital management-14945000  
Wells Capital Management-16017000  
Wells Capital Management-16463700  
Wells Capital Management-16896700  
Wells Capital Management-16959700  
Wells Capital Management-17299500  
Western Asset Floating Rate  
Whitney Private Debt Fund LP  
Wind River CLO I Ltd.  
Windmill Master Fund LP  
Wrigley CDO, Ltd

**(D) INSURERS**

ACE American Insurance Company  
ACE Insurance Company  
ACE USA  
AIG Excess Casualty North America (Lexington)  
AIG Worldsource  
AIU Inc.  
Allianz  
Allied World Assurance Company, Ltd  
Amerada Hess Corporation  
American Home Assurance Co. (AIMA)  
American International Insurance  
American International Specialty Lines Insurance  
Company  
ANR Pipeline Company  
Aon  
Aon Bermuda  
Aon UK  
Arch  
Arch Insurance (Bermuda) Limited  
Arch Insurance Group  
AWAC

AXIS  
 Axis Reinsurance Company  
 Bermuda Markets  
 Cananwill, Inc.  
 Chubb Custom Insurance  
 Chubb Specialty Insurance  
 CNA Financial Insurance  
 CNA Insurance Companies  
 Columbia Casualty Company (CNA)  
 Columbia Gas of Ohio  
 Columbia Gas Transmission  
 Continental Casualty (C.N.A.)  
 Coral Energy Resources, L.P.  
 East Ohio Gas Co.  
 Endurance Specialty  
 Federal Ins. Co. (Chubb)  
 General Star Indemnity Company  
 GEP  
 Great American  
 Gulf Underwriters Insurance Company  
 Hannover Re  
 Hanseatic Insurance Company (Bermuda) Ltd.  
 Hartford  
 HDI  
 Indiana Gas Company  
 Ins. Co. of the State of Pennsylvania (AIG)  
 IRI  
 Lexington  
 Lexington Insurance Company (AIG American  
 International Companies)  
 Liberty Mutual  
 Lloyds of London  
 Marsh USA, Inc. (Broker)  
 Marsh/Pentastar  
 National Union Fire Ins. Co. (AIG)  
 National Union Fire Insurance Company of Pitts.,  
 PA (AIG American International Companies)  
 Pacific Employers Ins. Co. (ACE USA)  
 Panhandle Eastern Pipeline Company  
 Seminole Energy Services  
 Sequent Energy Services  
 SR International Business Insurance Company  
 Ltd.  
 St. Paul (Bermuda), Ltd.  
 St. Paul Fire & Marine Insurance Company  
 St. Paul Mercury  
 St. Paul Surplus Lines Ins. Co.  
 Starr Excess Liability Insurance International  
 Limited  
 Steadfast Insurance Company (Zurich)  
 Swiss Re Insurance Company Ltd.  
 Tokio Marine  
 Twin City Fire (Hartford)  
 U.S. Specialty Insurance Company  
 UGI Energy Services  
 Union Gas System, Inc.

United States Aviation Insurance Group (USAIG)  
 and others  
 US Specialty/HCC  
 USAIG  
 Vectren Energy  
 XL U.S.  
 Zurich American Insurance Company

**(E) PROFESSIONALS (ATTORNEYS, ACCOUNTANTS, INVESTMENT BANKERS, CONSULTANTS FOR THE PAST THREE YEARS) [Excluding those Professionals that Charge less than \$100,000.00 in Annual Fees]**

4GEN  
 Ahearn & Soper Co INC  
 Air Academy Associates  
 Air Academy Press & Assoc.  
 Aisec United States Inc.  
 AIT Group  
 AJM  
 American Supplier Institute  
 Ariane Ingenierie  
 Ariba  
 ASI (American Supplier Institute)  
 ASI Consulting Group LLC  
 ASI LLC  
 ASI, Shainin (ICIM)  
 Asset Management Resources  
 Asset Mfg Resources  
 AT Kearney  
 AVL North America Inc  
 Ayco Company LP  
 Baker & Daniels  
 Baker & McKenzie LLP  
 Baker Botts LLP  
 Balch & Bingham LLP  
 Banner & Witcoff, Ltd  
 Bede & Associates  
 Bedi Strategies, Inc.  
 Bevco Solution Strategies  
 Bliss McGlynn P.C.  
 Booz-Allen Hamilton  
 Brenda Veit  
 BSI America, Inc.  
 BSI Americas  
 BSI Management Systems  
 Burnside & Nauman Medical  
 Burson Marsteller  
 Burson-Marsteller  
 Butzel, Long  
 Calwest  
 Cantor Colburn LLP  
 Cardinal Law Group

Cardoza  
Carquest  
Cattel, Tuyn & Rudzewicz, PLLC  
Chris Kouri & Assoc.  
Chuck Ondrick  
Clark Consulting  
Clark Hill P.L.C.  
Clark Patterson Associates  
Coble Taylor & Jones  
Cochran Public Relations  
Coe & Associates  
Common Point Graphics  
Conway McKinsey and Dunlevy  
Corporate Branding LLC  
Corporate Executive Board  
CSFB  
csm worldwide  
CTG Auditors  
CTJ Safety Associates  
Danzas AEI Customs Brokerage Services  
Danzas AEI Intercontinental  
DASCO  
Dave Trella/Menlo Logistics  
David Cunningham  
Deloitte Touche Tohmatsu  
Det Norske Veritas  
Detroit Translation Bureau  
DeWitt Ross & Stevens  
Dickinson Wright P.L.L.C. (Detroit, MI)  
Dickson Allen  
Donald Gober  
Drinker Biddle & Reath – PA  
Dykema Gossett P.L.L.C.  
E&Y  
Edcor Data Services  
EDS  
Electricore Inc  
ENSR Corporation  
En-Tech  
Entech Utility Service Bureau Inc  
Equis Corporation  
Ernst & Young  
Excise Department  
Exhibit Enterprises, Inc. (Rochester Hills, MI)  
FedEx Trade Networks Transport and Brokerage,  
Inc.  
Fidelity Employer Services Company, LLC  
Fidelity Institutional Retirement Services  
Company  
Fleishman Hillard Japan, Inc.  
Foley & Lardner LLP  
Frost Brown Todd LLC  
FTI Consulting, Inc.  
Haley & Aldrich Inc  
Hao Do  
Heller Ehrman White & McAuliffe

Hill & Knowlton  
Hill & Knowlton Brazil  
Hill & Knowlton, Mexico  
Hirsig-Frazier Co.  
Honigman Miller Schwartz and Cohn  
Howard & Howard Attorneys, P.C.  
Hunton & Williams LLP  
Huron Consulting Services LLC  
I33 Communications LLC  
Institute of Configuration  
Interchange Europe  
Interim  
Interim Healthcare Inc.  
J. Gordon Lewis, PLLC  
Jaeckle Fleischmann & Mugel, LLP  
Jefferson Wells  
JLE Process Services, Inc.  
Johnston Barton Proctor & Powell LLP  
Jones Day  
Jones Lang Lasalle Americas Inc  
Kim & Chang  
Kitchin & Sons Inc.  
Law Offices of Albert M. Gutierrez, P.C.  
Lee Hecht Harrison  
Link Testing Laboratories  
Linklaters  
Lippert, Humphreys, Campbell, Dust &  
Humphreys, P.C.  
LKF Associates  
Lori A. Sisk  
Mark A. Navarre  
McCann-Erickson  
McCarthy Tetrault LLP  
Mertitus Consulting Services  
Miller Canfield Paddock & Stone, PLC  
Miller Consulting Services  
MIT  
Molitor International  
Moore Hansen & Summer  
Morris, Nichols, Arsht & Tunnell  
N.A. Williams Co.  
NAPA Sales  
Neal Gerber & Eisenberg, LLP  
Noerr Stiefenhof  
Northeastern Marketing  
O.P. Tyagi  
Ohio State Univ.  
O'Melveny & Myers LLP  
On-Mark Sales  
Origin Intl Inc  
Orion Adv. Mktg  
Panalpina, Inc.  
Parsons  
Parsons & Maxon Incorporated  
Paul Hastings Janofsky & Walker LLP

PDXRO  
 Pepper Hamilton LLP  
 Phelps Dunbar LLP  
 Pillsbury Winthrop Shaw Pittman LLP  
 Price, Heneveld, Cooper, DeWitt & Litton  
 PriceWaterhouseCoopers LLP  
 Problem Solving Ad Hoc  
 Productivity Systems  
 QS Servicios Tecnicos  
 Rader, Fishman & Grauer PLLC  
 Radix Group International, Inc  
 Reising, Ethington, Barnes Kisselle, P.C.  
 Rhonda L. McCoy-Pfau PLLC  
 Richards Spears Kibbe & Orbe LLP  
 Robbins GIOIA  
 Robert Half  
 Russell A. Farrow, Limited  
 Russell Reynolds  
 Rutledge Tonya R  
 S.P. Nagrath & Co.  
 Saarakshi Enterprises  
 Salomon Smith Barney  
 Sandler & Travis Trade Advisory Services, Inc  
 SAP Consulting  
 Sapient  
 Savety Innovations Ltd  
 Sedgwick Claims Management Services, Inc.  
 Seva Technologies  
 SGS Conrtoll CO MBH  
 Shainin LLC  
 Shainin Services  
 Shaw E & I  
 Shearman & Sterling LLP  
 Sigma Learning LLC  
 Siskel Sales Company  
 Six Sigma Academy  
 Smiley-Smith & Bright CPAs, LLC  
 Solution Strategies, Inc.  
 Southwest Research  
 Spirax Sarco  
 Squire, Sanders & Dempsey, L.L.P.  
 SRS Marketing Co.  
 Stanton Park Group LLC  
 Stout Risius Ross  
 Suh & Assoc.  
 Summit Energy Services Inc  
 Suri & Company  
 Tatum Partners  
 TBM  
 Tec Ease Inc  
 Tech Caliber  
 Thompson, Hine & Flory, LLP  
 Towers Perrin  
 TPI  
 Training Services

Training Services & Solutions  
 TSSC  
 TUV Rheinland Group  
 TWI Network  
 UBS  
 UHY Mann Frankfort Stein & Lipp Advisors, Inc.  
 Ward Norris Heller & Reidy, LLP  
 Watkins Ludlam Winter & Stennis, P.A.  
 Watson Wyatt & Company  
 Whiteside Communication Management  
 Wilmer Cutler Pickering Hale and Dorr, LLP  
 Wood, Herron & Evans, L.L.P.  
 Wooden & McLaughlin, LLP  
 World Class Engineering  
 Xpedex  
 Young & Rubicam, Inc.  
 Yuasa & Hara

**(F) PARTIES TO LITIGATION AND THEIR  
 COUNSEL (FOR CLAIMS OF AT LEAST  
 \$500,000)**

A&O Mold & Engineering, Inc.  
 ABATE - CEC Co GM  
 Abbey Gardy, LLP  
 Abernathy, Sonja  
 Abood, Andrew P.  
 Abrego, Everado  
 Adams Oil  
 Adams, Thomas E.  
 AEC  
 AFL-CIO  
 AFL-CIO-CLC  
 Aimtronics Corporation  
 Aldridge, Brenda  
 Alen J. Counard, P.C.  
 Alexander Logan & Hunt  
 Alfaro, Jos C.  
 Allegheny Coatings  
 Allegheny Rodney  
 Allegre Dong AH  
 Allison, Carl  
 Allstate Insurance  
 Alternative Resource, Inc.  
 Alumalsa  
 AM General Steering Gear  
 American Electronics Components AEC  
 Anderson, Russell, Jr.  
 Anglo Metals, Inc.  
 Anorve, Juan  
 APC and Sundram  
 Apple  
 Arbogast, Michael A.  
 ARC CADH  
 Archer & Greiner  
 Arnold & Porter

Arnold, James Jr.  
ASEC France  
Ashburn, William  
Asherbranner, Jennifer T.  
Associated Springs & Barnes Group, Inc.  
ATT  
Aubert, Harold  
Austin Group, Ltd  
Automotive Applied Technologies Limited  
Automotive Technologies Inc.  
Automotive Technologies International, Inc.  
Avarette, Bessie  
Ayusa  
Aziz, Salman  
B & F Enterprises  
Bailey Cavalieri LLC  
Baldwin, Sandra L.  
Bancomer et al  
Barner, Richard  
Barnes, Cleary  
Barry D. Adler, Esq., Adler & Associates  
Bartell, Greg  
Bastien, Amy C.  
Batson, Benjamin  
Baxter, Daniel  
Baxter, Rachel  
Beck, Bobby  
Beck, Daniel P.  
Beck, Redden & Secrest  
Bedrin, John  
Beers, Anderson, Jackson, Patty & Van Heest,  
P.C.  
Bellis, Katherine  
Bendix ABS Fires  
Bentley-Rolls Royce  
Berg Hill Greenleaf & Ruscitti LLP  
Bernstein, Sidney  
Berry, Doris  
Berthold, Cindy Lee  
Beuke, Robert L.  
Bex, Russell  
Bhones, Diane  
Birdyshaw, Mike  
Bishop, James Denson, Sr.  
Blaesi, William  
Blas, Cassandra E.  
Bleakley, Cypher, Parent, Warren & Quinn, P.C.  
Blecher & Collins, P.C.  
BMC Holding Corporation  
BMC West  
Bodman, Longley & Dahling, LLP  
Bond, Donald W.  
Bond, Teresa G.  
BorgWarner Turbo Systems  
Boulden, Cristal  
Bradley, Phyllis Jean

Brady, Billy W.  
Brady, Larry  
Brantley, Shalonda J.  
Brewer, Mary M.  
Britt, Stephanie  
Brittingham, David  
Brittingham, Julie  
Brooks, Diane  
Brooks, Marvin  
Brooks, Shameila  
Brown, Celestia  
Brown, James Lee  
Brown, Jonathan  
Bryan, Greyson  
Buchanan, Rufus O.  
Budak, Anthony F.  
Building Material Holding Corporation  
Buis, James  
Bulk Terminals, Inc  
Burch, Amy R.  
Burdette, James  
Butler, Daisy J.  
C&J Industries  
Cadillac  
Cady, Mastromarco & Jahn, P.C.  
California, Irvine  
Campbell, John E.  
Campbell, Robert R.  
Canales & Simonson, P.C.  
Canter, Richard  
Carrigan, McCloskey & Roberson, LLP  
Casper & Casper  
Catherine Rozanski  
CDA Consulting, Inc.  
Cellino & Barnes, P.C.  
Celso Gonçalves Viana  
Central Bank of Brazil  
Chadbourne & Parke LLP  
Chapa, Israel  
Chapman, Lewis & Swan  
Chase-Orr, Kimberly  
Chemetco  
Chemical Waste Management, Inc.  
Chieftain Contract Services  
Chilton, Alfred  
Chivers, Kathy L.  
Circle Plastic Products, Inc.  
Citibank Texas, National Association  
City of DelRay Beach Police and Firefighters  
Retirement System  
Clark, Charles  
Clark, Martina  
Clash, Klemchuk, Roach & Powers LLP  
Clifford Law Offices, P.C.  
Cloncs, Donald  
Clones, Donald

Clorex S.A.  
Clouse Dunn Hirsch LLP  
Cockrane, Ameatha  
Cohen, Milstein, Hausfeld & Toll, P.L.L.C.  
Colbert, John E.  
Cole, Cole & Easley, P.C.  
Coleman, Michael  
Coletta, Vincent J.  
Compliance Counsel, Lear Corporation  
Conduitelli  
Conrad, Dean F.  
Conwell, Wayne  
Cook, Sylvia  
Coolidge, Wall, Womsley & Lombard, LPA  
Copeland, Huey G.  
Corus S.E.C./L.P.  
Corvette  
Couzens, Lansky, Fealk, Ellis & Lazar PC  
Covington & Burling  
Cox, Jon C.  
Coy Glass  
Crown City Plating Company  
CSX Realty Development  
Custom Energy, L.L.C.  
CWI  
DACTEM  
Daewoo  
Daewoo International  
DaimlerChrysler Corporation  
Dana Corp Global Production WHS  
Dana Corp Sealing Division  
Dangerfield, Shawn  
Danis Environmental Industries, Inc.  
David A. Hodges, Esq.  
Davis & Davis  
Davis, Janetta  
Davis, Robert E., II  
DCX  
Delco Remy America (DRA)  
Delphia  
Demet  
Denso Corporation  
Devlieg Boulevard II, Inc.  
DHB-CA  
Dickerson, Brian  
Diniz, Mauro Lucio  
Diversified Environmental Management  
Company  
DMS NA  
Dockins Turnage & Banks  
Dolce, Frank J.  
Dotson, Pamela K.  
Dotson, W. Douglas  
Dougherty, Chad  
Drillock, Linda  
Droman, Rick

DSL  
DSSG  
Dukarski, Katherine  
Dutton, William Boyd  
Dyer, Garofalo, Mann & Schultz  
Dynamic Sciences International  
Eaton Corporation  
Edwards, William P.  
Eftec North America, LLC  
Elco Textron Fastening Systems  
Elco Textron, Inc.  
Electrical Systems Motors  
Electronic Environmental Engineering  
Electrospec Cost Recovery  
Ellis, Peter  
Elmore, Arlis M., Jr.  
Elwood S. Simon & Associates, P.C.  
Emonds, Douglas J.  
Energy Conversions Systems (ECS)  
Engelhard/NGK  
Ennis, Donald  
Enterprise Automotive Systems  
Epsilon  
ESS, Inc.  
Essedue  
Estate of Lannon  
Estate of Stella Demeniu  
Ethanol Coolant  
Eton Corporation  
Evans, Terrence  
Executive Loan Program  
Fabricated Metals  
FAE  
FAG Automotive Inc.  
FAG Bearing Limited  
Fague, Terence L.  
Farmer, Darryl G.  
Farmers' Marketing Service  
Faruqi & Faruqi, LLP  
Faurecia Exhaust Sys Inc  
Fiber Optic Fund Class Action (Litigation Group)  
Fiber Systems International, Inc.  
Fieger, Fieger, Kenney and Johnson  
Fields, Charlotte  
Financial Services of America, LLC  
Finklestein & Krinsk, LLP  
Fire, Arndt & Danborn PC  
First Technology  
Fischbein, Peter D.  
Fitch, Even, Tabin & Flannery  
Fleming, Joseph A.  
Flex-Tech  
Fligstein, Michael  
Flora, Betty J.  
FLSA  
Fluor Corporation

Folck, Neal C.  
Ford Motor Company  
Fosbre, Frank J. Jr.  
Foster, Kim L.  
Foster, Kimberly  
Fouche, Kim  
Fournier, Connie  
Franklin & Greenfield LLC  
Franklin, Gordon  
Free, Paul  
Fromm, Pamela  
Furukawa Electric North America APD, Inc.  
Gabrielle, Lori J.  
Gaddis, Tracy  
Gaines, Ira  
Gainey & McKenna  
Gann, Robert Edwin  
Garcia, Jessie L.  
Garvey, Robert F.  
Garvin Glass  
Gavia, Felipe F., Sr.  
General Motors Daewoo Auto and Technology  
General Motors' Discovery  
GfH  
Gilardi & Co., Inc.  
Gilbert, Frank, Ollanik & Komyatte, P.C.  
Gillette, Edward A.  
Gilyard, Jonnie  
Gimpex  
Givens, Robert  
Global Minerals and Metals Corporation  
Glynn, Marcus  
GM Daewoo  
GM DAT  
GM Epsilon  
GM Europe Opel  
GM & International  
GMNA  
GMPT  
GMSPO-CWI  
Gonzalez, Ernesto (Ernie)  
Gonzalez, Philip  
Gordon, Patricia  
Greak & Smith, P.C.  
Greenwood, Edward Joseph  
Greystone  
Grimes, Rita  
Groce, Kelly R.  
Gross, Lisa  
Grundig Multimedia B.V.  
Gualandi, Kevin  
Guel, Mills, Nims & Pylman LLP  
Guevrra, John  
Gulf Coast Bank & Trust Company, et al.  
Gum, Mano  
Gutjahr, Michael

Gwendolyn J.M. McCallum, fiduciary of the  
Estate of David B. McCallum  
H.E. Services Company  
Hagan, Mansel  
Hagens Berman Sobol Shapiro  
Hahn Elastomer  
Hammer, Edward  
Hanline, William D.  
Hanna, Terry  
Hanners, Carolyn  
Harco Industrial Supply Inc  
Harco Industries, Inc.  
Harden, John W.  
Hardwick & Knoght  
Hardy, William  
Harley Brakes  
Harper, William  
Harris, John  
Hassel, Claudette M.  
Hassett & Donnelly, PC  
Haveles, H.P.  
Hayes Brake  
Hayes Lemmerz International, Inc.  
Heathco, Mark  
Hernandez, Gloria  
Herndon, Laura V.  
Hertz, Schram & Saretsky, P.C.  
Hillman, Robert  
Hills, Donald L., Sr.  
Hirschmann Electronics GmbH & Co.  
Hoagland, Longo, Moran, Dunst & Doukas  
Holden, Kindwell, Hahn & Crapo, P.L.L.C.  
Honeywell ACS Sensing & Control  
Hood, Constance  
Hood, Kelli  
Hoover Precision Plastics  
Howard Langer, Esquire, Golumb Honik &  
Langer  
Howard, Mark  
Howrey LLP  
Howrey Simon Arnold & White, LLP  
Hoyt, Arthur C.  
HPI  
Hubbard, Clarence E.  
Hudson, Linda  
Hunter, Clemie  
Hurley Packaging of Texas, Inc.  
Hurst, Bryon  
Hurst, Teresa  
Hutchinson Seal  
Hyder, Michelle  
ICG  
ICMS  
IMSS  
In re Terazosin Hydrochloride Antitrust Litigation  
Indiana, Kokomo



Industrial Div. of the Communications  
Infonavit  
INSS  
International Truck  
Invensys  
Irvine  
Itabirito Plant  
IUE Moraine Umpire Appeal  
IUE vs CWA  
IUE/CWA Local 755  
IUE-CWQ  
Jakupco, Richard J.  
James, Edith C.  
Jarzyniecki, Philip  
Jeanniard  
Jenkins, Shontea  
Jenner & Block  
Jevicks, Teresa  
Johnson, Freddie L.  
Johnson, Jana C.  
Johnson, Rasmussen, Robinson & Allen, P.L.C.  
Johnson, Ruth  
Johnson, Shanellie  
Jolly, Norman  
Jones, Leland  
Jones, Lonnie  
Jones, Norman  
Jones, Rodger  
Jones, Vanessa  
Jordan, Martin J.  
Josey, Anita  
Joyal Products, Inc.  
Julias, Steven  
Junkin, Harrison & Junkin, PC  
Junkin, Samuel W.  
JV Products  
Kaplan Fox & Klisheimer LLP  
Karlin, Lawrence  
Katzkin Leather, Inc.  
Kelely, Tasha  
Keller Rohrback, L.L.P.  
Kelley, Charles (Estate of)  
Kelley, Sharon  
Kelly Koszewski et al  
Kenna Technical Services  
Kenna, William  
Ker, Russell & Weber  
Kessler, Thomas  
Key Plastics  
Khan, Kim N.  
Kimberley & Miles, P.C.  
Kirsch, Paul C.  
Knighton, Gregory James  
Knisley, Richard W., II  
Kostal of America, Inc.  
Kowallek, Daniel E.

Kowalski, Richard  
Kramer, Steven  
Kraus, Jessica  
Kreegar, William C.  
Krupp-Hoersch  
Kucklemam, Karl  
Kulinec, Charles Francis, Jr.  
Kumiega, Kenneth J.  
L&W Stamping, Inc.  
Laborsource 2000, Inc.  
Lamb, Daniel  
Land Rover  
Laneko  
Langston Sweet & Freese  
Latimore, John L.  
Laudig George Rutherford & Sipes  
Law Office of Carlos E. Hernandez, Jr.  
Law Office of Klari Neuwelt  
Law Office of Leon Russell, P.C.  
Law Offices of Brian M. Felgoise, PC  
Law Offices of Charles J. Piven, P.A.  
Law Offices of G. Lynn Shumway  
Law Offices of Maloney & Campolo  
Lawson, Walter Keith  
Lazor, Daniel  
Lea Miles, Rebecca  
Lee, Clyde, Jr.  
Legorreta, Daniel  
Lemon Bay Partners  
Lerach Coughlin Stoia Geller Rudman & Robbins  
LLP  
Leslie, Mike  
Lester, Schwab, Katz & Dwyer  
Metlife, Michelle Constandse, Esq.  
Levin Simes & Kaiser LLP  
Lewis & Lewis, P.C.  
Lewis Brisbois Bisgaard & Smith LLP  
Lewis, Robert  
Lieff, Cabraser, Heiman & Bernstein, LLP  
Lindberg, Matthew G.  
Linerboard Antitrust Class Action  
Lisa J. Leebove  
Liss & Shapero  
Litex  
Little, Robert W.  
LK Nagano Sistemas Automotivos Ltda.  
Local 1097  
Local 663 Electrical Workers  
Locke Liddell & Sapp, LLP  
Logistics Solution Group S.A.de C.V.  
LoPrete, Kent  
Lowey Dannenberg Bemporad & Selinger, P.C.  
Lumpkin, Robert J.  
Lunn, Richard  
Lunt Manufacturing Co., Inc.  
Lyon, Donald M.

Lyons, Brian  
MacDonald Industrial Products  
Magnesium Aluminium Corporation  
Mahle Sistemas de Filtracion de Mex  
Mahle, Brian  
Manns, Debra A.  
Mantese, Joseph Vito / Lease Plan USA  
Manufactured Products Corporation (MPC)  
Margaret Fukuda  
Marian P. Rosner, Esq., Robert C. Finkel, Esq.,  
Carl L. Stine, Esq.  
Mariana In's de Souza  
Marsh & McLennan Cos.  
Martinez, Jose Angel Mata  
Massey, Patricia  
Mastromarco & Jahn, PC  
Matamoros  
Matter, Phillip  
MBUSI  
McAleer, Adrian  
McBride, Diana B.  
McCaslin, Imbus & McCaslin  
McCree, Robin  
McCullough, Amy M.  
McDermott, Jon E.  
McDonald, Wilfred A.  
McGuire Woods  
MCI Telecommunicaitons Corporation  
McKee, Stephen M.  
McMillion, Anna  
McPhall, Amber  
McTigue Law Firm  
Means Industrial, Inc.  
Merrick, Steven  
Merritt, James and Bonnie  
Metaldyne 2005 Contract  
MetroCal, Inc.  
Meyer and Williams  
MG Rover  
Middleton, Randal A.  
Miller Faucher and Cafferty LLP  
Miller Shea, P.C.  
Miller, Daniel A.  
Mills, Jason  
Milwaukee Design Center  
Ministerio Publico  
Minnick, Ralph D.  
MIOSH  
Miro, Weiner & Kramer  
Missing Press Parts  
Mitchell, Margaret B.  
Mochty, Ronald J.  
Modine  
Mohamed, Farag  
Molex Cost Recovery Disputes  
Moore, Gene T.

Moore, Walters, Thompson, Thomas, Papillion &  
Cullens  
Moreira, Luiz Alberto  
Moretti, Lucia V.  
Morgan & Meyers PLC  
Morganite  
Morganite Incorporated Class Action  
Morris, Cantor, Lukasik, Dolce, Panepinto, P.C.  
Morrison, Thomas  
Mortensen, Philip Bradley  
Moser, Janet E.  
Motley, Rosalyn  
Motorola Quadrasteer  
MTD Technologies  
Mubea, Inc.  
Much Shelist Freed Denenberg Ament &  
Rubenstein, P.C  
Mulligan, Charles D.  
Multifunction Switch  
Myers-Gell, Judith  
MyFi Battery Fires  
NBR  
Nesco  
Neubauer, Bridget A.  
Newman, Tina  
Newton, David  
NGK  
Nguyen, James H.  
Novak, Barbara Griffin  
Novakovic  
Novo Rio Baterias Ltda.  
Nu Tech Plastics Engineering, Inc.  
O'Neill, Mary P.  
O'Neill, Wallace & Doyle, P.C.  
O'Brien, Michael L.  
O'Bryan, George M.  
Olson Tooling  
Ondo, Anthony C.  
Onsalma  
Opel  
Opel Hungary/GMPT  
Orlick Industries, Ltd  
Orlik, Eva M.  
OSHA Recordables  
Osowski, Linda  
Owens, Donna  
Padilla, Afredo Z.  
Palmer, Cindie L.  
Paragon/CJR  
Parkview Metal Products  
Parmenter O'Toole  
Partridge, Steve  
Patent Holding Company  
Paula, Ana  
Peace, Bernadine  
Penley, Brian L.

Pennington, Jeff  
Peters, Jerry  
Peters, Larry C.  
Petrie Household Goods Claim  
Phelps, John W.  
Phillips, Robert  
Pickett, Mary  
P-K Tool & Manufacturing  
PODS  
Poitra, Tammie  
Polito, Michael A.  
Polsinelli Shalton Welte Suelthaus, PC  
Powell, Charlene  
Power Outage  
Powertrain  
Praxair Surface Technologies  
Price Potter Jackson & Mellowitz PC  
Priest, Aaron  
Primary at Johnston Bartin is John Sheffield  
Pritchard, Deborah Brown  
Proud, Douglas  
Prusheik, Stacey  
Public Lighting Authorities  
Quake Global, Inc.  
Qualls, Debbie L.  
Quinn Emanuel Urquhart Oliver & Hedges, LLP  
Quinn, Larry  
Radiation Issue  
Raphael, Naomi  
RBC Bremen Bearing, Inc.  
Reilly, Thomas A., Jr.  
Reliable Castings  
Reno, Joseph  
Reyes, Daniel  
Reynosa  
Rhodia Patent Assertion  
Richard Hawkins & Young, LLP  
Rio Bravo Occupied Worker Housing  
Roberto Mageste de Abreu  
Robins, Kaplan, Miller & Ciresi LLP  
Roetzel & Andress  
Rogers County District Attorney, Assistant D.A.  
Patrick Abitbel  
Rosen, Paul  
Rosen, Ruben J.  
Ross, Marion  
Rowel, Lynn  
Rowley, Donald  
Royal Freight, L.P.  
Rudzik, Rebecca  
Ruhenkamp, Nicole M.  
Rule, Hilary  
Russell, Thomas  
S "nia Aparecida da Silva  
Sallee Law Firm  
Samacki, Rachel

Sammons, Leon  
Sanko  
Saturn  
Savage, Darrin  
Sax, M. Beth  
Schatz & Nobel, P.C.  
Schlicher, Cindy Lee  
Schunk Graphite Technology, Inc.  
Schwartz Law Firm, P.C.  
Scott & Scott, LLC  
SCRC  
SEC  
SEC-MSD Software Corporation  
SEC-OPEB  
Sedberry, Joyce  
Segway Cancellation Claim  
Seipke, Isabelle  
Seldeen, William L.  
Seskin, Lauren  
Shanks, Carol  
Shannon Shaw, Martin L.  
Sharp, Dennis  
Sharyl Carter  
Shaw, Martin L.  
Sheila M. Bossier PLLC  
Sher Garner Cahill Richter Klein & Hilbert,  
L.L.C.  
Sherban, Daniel  
Sherbin, Joshua A.  
Sherer Electric  
Sherrie Savett, Esq.  
Short, Jodi Lynn  
Siemens GEN III  
Siemens VDO Automotive Inc  
Siemens VDO SA de CV  
SimmonsCooper, LLC.  
Simons, R. Nicholas  
Smibert, Jon R.  
Smith, Erisha  
Smith, James O.  
Smith, Lori  
Smith, Louis  
Smith, Mary  
Smith, Spires & Peddy, P.C.  
Smolik, Lillie  
Snider, Michael K.  
Sobel, Jonathan F.  
Solvent Chemicals  
South Trust Bank  
Spahn, Jeff C., Jr.  
Spector Roseman & Kodroff, PC  
Spencer, Theresa L.  
Squitieri & Fearon, LLP  
Stafl  
Stansbury II, Robert L.  
State of Minas Gerais

State of New York	Tuthill, Rusty
State of New York Solvent Chemicals	U.S. Aeroteam, Inc.
Statman Harris Siegel & Eyrich LLC	United States Attorney's Office, Southern District of Texas
Stec, Jennifer M.	Valeo Electrical Systems, Inc.
Stejakowski, Dennis	Valeo North American Corporate
Stephen F. Wasinger PLC	Valeo Switches and Detection Systems, Inc.
Stewart & Stewart	Van Dusen, Tom
Stewart, Alex S.	VanAmburg, Shawn
Stewart, Andrew	Vance, Richard
Stites & Harbison, PLLC	Vandale, Tammy A.
Stone, Caylena	Varnum Ridderind Schmidt Howlett
Stonehouse Rentals, Inc.	Vasquez, Joe R.
Stoughton, Jeff	VEHVAC
Strategic Distribution Marketing de Mexico, S.A. de C.V.	Ventra – Tech
Strattec Security Corporation	Vicki Lynn Marion, as Personal Representative of the Estate of Mark Marion
Strzebnio, Jan	Vincent, Leo J.
Stuck, Ronald P.	Viviano, Joe
SungWoo-GPS	Volvo
Surles, Brenda	Waldo, Richard L.
Swain, Andrew	Walker, Joyce
Switec	Walter, Kevin R.
Takata-Petri AG	Walter, Stanley J.
Talbot Case	Warner-Eno, Leslie A.
Tatum, Jefferi	Warren M. Pulner
Tauzin, Vanessa	Waste Management, Inc.
Taylor, Jonathan B.	Watkins Motor Lines
Taylor, Kenneth	Weaver & Young
Tenneco Automotive	Weber, Herman
Terazosin Hydrochloride	Wechsler Harwood LLP
Textron (Kautex)	Weiler, William S.
Thacher Proffitt & Wood	Weitz & Luxenberg, P.C.
The Ackerson Group	West, Roleda
The Chamberlain Group, Inc.	Weyer, Frank
The Danis Companies	Wheeler, Bruce C.
The Padberg & Corrigan Law Firm	Whitaker, Samuel F.
The Roth Firm	Whitehead, Anthony
Thomas, Demetrius	Whitmire, Steven Lee
Thomas, Garvey, Garvey & Sciotti, P.C.	Whitney, Gary
Thompson & Knight	William Alcosta PLLC
Thompson, Maria N.	Williams, Lester
Ticona	Williams, Modina
Timken (Brazil)	Williams, Steven
Tinell, Frankie	Willis, Steven
Todd, William N.	Wilson, Clyde
Torabi, Alan	Wilson, Donna R.
Torsky, Norma Jean	Wilson, Loretta
Toyota Motor North America, Inc.	Wilson, Mark
Tremont Landfill Company	Wilson, Steven E.
Trico	Winbush, Meatha
Trovan	Wisehart, Rhonda
Truscio, James	Wolan, Lea
TRW Automotive Products	Wolf Halenstein Adler Freeman & Hertz LLP
TRW Dispute	Wong, Chris
Tucker Ellis & West	Wood, Ralph
Turinsky, Paul J.	

**PRIVILEGED & CONFIDENTIAL**

Woodard, Anthony  
Woodson, Harold  
Woodward Diesel Pump  
Woodward, Bryce  
Workers of America  
Wright, Eugene A.  
Xandex, Inc.  
Yaldo & Domestein, P.L.L.C.  
Yang, Peter  
Yates, Dale A.  
York, Thomas, Jr.  
Young & Susser, P.C.  
Young, Karl L.  
Young, Lee  
Young, Michael S.  
Yount, Loretta  
Yzaguirre & Chapa  
Zelle, Hormann, Voelbelm, Mason & Gette LLP  
Zwick

**(G) TOP 50 CREDITORS**

3M Co  
Abc Group Inc  
Aisin Seiki Co Ltd  
Akebono Brake Industry Co Ltd  
Alcoa Inc  
Alps Automotive Inc.  
Alps Electric Co Ltd  
American Axle & Mfg Holdings Inc  
Autoliv Inc  
AW Transmission Engineering  
Beiersdorf AG  
Blackstone Capital Partners LLP  
Bosch Braking Systems Corp  
Bosch, Robert Stiftung GmbH  
Buena Vista Township, Michigan  
Capri Capital Advisors LLC  
Carlisle Engineered Prods  
CIGNA Corporation  
City of Flint, Michigan  
Clarion Co Ltd  
Corning Inc  
Dana Corp  
Delta  
Draka Holding NV  
Dura Automotive Systems Inc  
E.on AG  
EI Dupont de Nemours & Co Inc  
Flextronics Intl Asia Pacific  
Freudenberg & Co KG  
Fujitsu Ten Corporation  
General Electric Co Inc  
Hitachi Ltd  
Howard County, Indiana  
Illinois Tool Works Inc

Impala Platinum Holdings Ltd  
Industrial Molding Corp  
Infineon Technologies AG  
Intermet Corp  
International Union of Electronic, Electrical,  
Salaried, Machine and Furniture Workers --  
Communications Workers of America  
Johnson Electric Holdings Ltd  
Leopold Kostal GmbH & Co KG  
Limar Realty Corp.  
Linamar Corp  
Madison County, Indiana  
Matsushita Electric Industrial  
Merk Medco  
Molex Inc  
Montgomery County, Ohio  
Nan Ya Plastics Corp  
National Fire Insurance Company of Hartford  
NEC Corp  
Norsk Hydro ASA  
Ogura Clutch Co Ltd  
Osprey, S.A. Ltd.  
Pioneer INDL Components  
Quexco Inc  
Robert Bosch Corporation Automotive Group  
Semiconductor Components  
Sequa Corp  
Sharp Electronics Corp  
Siemens AG  
Solectron Corp  
State of Michigan  
State of Ohio  
State of Wisconsin  
Stmicroelectronics NV  
Swatch Group SA, The  
TDK Corporation of America  
Texas Instruments Inc  
Textron Inc  
Thyssenkrupp AG  
Timken Co, Inc  
Traxle Mfg Ltd  
TT Electronics PLC  
UHC  
United Auto Workers  
Viasystems Group Inc  
Worthington Industries Inc

**(H) HOLDERS OF 5% OR MORE OF ANY  
OUTSTANDING EQUITY SECURITY OF  
THE COMPANY**

Brandes Investment Partners, LLC  
Capital Group International, Inc.  
Capital Research & Management Company  
Dodge & Cox  
State Street Global Advisors

**(I) RECORD NOTEHOLDERS HOLDING 5% OR MORE OF ANY OUTSTANDING ISSUANCE OF NOTES OF THE COMPANY**

Bear Sterns  
 Citigroup  
 Frst Clear  
 Goldman Sachs  
 Investors Bank  
 Lehman Brothers  
 Mellon Trust  
 ML Sfkpg  
 MSDW Inc.  
 NFS LLC  
 Pershing  
 SSB

**(J) INDENTURE TRUSTEES**

Bank One Trust Company N.A.  
 First National Bank of Chicago  
 J.P. Morgan Trust Company, N.A.

**(K) UNDERWRITERS OF SECURITIES ISSUED BY THE COMPANY DURING THE PAST THREE YEARS**

A.G. Edwards & Sons, Inc.  
 ABN AMRO Incorporated  
 Advest, Inc.  
 Banc of America Securities LLC  
 Barclays Capital Inc.  
 BB&T Capital Markets, a division of Scott and Stringfellow, Inc.  
 BNP Paribas Securities Corp  
 C.L. King & Associated, Inc.  
 Citigroup Global Markets Inc.  
 Comerica Securities, Inc.  
 Credit Suisse First Boston LLC  
 D.A. Davidson & Co.  
 Deutsche Bank Securities Inc.  
 Ferris, Baker Watts, Incorporated  
 HSBC Securities (USA) Inc.  
 J.P. Morgan Securities Inc.  
 Janney Montgomery Scott LLC  
 McDonald Investments Inc., a KeyCorp Company  
 Merrill Lynch, Pierce, Fenner & Smith Incorporated  
 Mesirov Financial, Inc.  
 Morgan Stanley & Co. Incorporated  
 Oppenheimer & Co. Inc.  
 Quick & Reilly, Inc.  
 Ramirez & Co., Inc.  
 RBC Dain Rauscher Inc.  
 Ryan Beck & Co.  
 Samuel A. Ramirez & Company, Inc.

Scotia Capital (USA) Inc.  
 SG Cowen Securities Corporation  
 Southwest Securities, Inc.  
 Stifel, Nicolaus & Company, Incorporated  
 Tokyo-Mitsubishi International plc  
 U.S. Bancorp Piper Jaffray Inc.  
 UBS Securities LLC  
 Utendahl Capital Partners, L.P.  
 Wachovia Capital Markets, LLC  
 Wells Fargo Van Kasper LLC  
 Williams Capital Group, L.P.

**(L) COUNTERPARTIES TO MAJOR LEASES**

1401 Troy Associates Limited Partnership  
 2574 E. River Rd. Bldg. 10 LLC  
 500 Commerce LLC  
 Access  
 American Finance Group  
 Amherst Commerce Park  
 Aspire Building, LLC  
 ATEL Capital Group  
 Cherokee North Kansas City, LLC  
 City of Laurel, Mississippi  
 County of Marquette, Michigan  
 Crown Enterprises, Inc.  
 CSA Financial Corp  
 CSI  
 Donald R. Sweeton and Sarah E. Sweeton  
 Elect  
 First American Capital  
 First Industrial, L.P.  
 Ford Motor Land Development Corporation  
 Fortune Avenue Partnership LLP  
 GAR Properties, LLC  
 GBG2, LLP  
 General Motors Corporation  
 Germain's Technology Group  
 Germain's Technology Group Custom Coating and Enhancements, Inc.  
 HP Finance  
 ICON Capital Corp  
 JCR Investments, LLC  
 John E. Benz & Co.  
 Killam Industrial Development Partnership, Ltd.  
 Kilroy Realty, L.P.  
 LaSalle National Bank, as Trustee under Trust No. 115897  
 Laurence Tippmann, Sr., Family Limited Partnership  
 LGR Group/CIT  
 Liberty Property Limited Partnership  
 Nissan Technical Center North America, Inc.  
 Oil Well LLC  
 Optimal Leasing Co.  
 ORIX Warren, LLC / Orix GF Warren Venture

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Pac Rim  
QEK Global Solutions  
RCA  
Realty Investment II  
River Road Investments, Inc.  
Sealy RG Valley Buildings, L.P.  
Seed Systems, Inc.  
Shelby Industrial Investors-II, LLC  
TR Butterfield Trail Corp.  
Universal Tool and Engineering Company, Inc.  
Visteon Corporation  
Weingarten Realty Investors  
Wells Operating Partnership, L.P.

**(M) COUNTERPARTIES TO MAJOR  
CONTRACTS (OVER \$100,000)**

(KDAC) Daewoo Motor Company  
ACG Componentes  
Adrian (City of) MI  
Advanced Casting Technologies  
AEP (Public Svc Co Oklahoma) OK  
AFOSR  
Alabama Gas Corporation  
Alabama Power Co  
Aladdin Industries  
Alexander Long, III  
Alltel  
Alma Products  
Alpine Electronics  
Ambrake Corporation  
Ameritech  
Ameritech Information Systems, Inc.  
Ameritech Mobile Services, Inc.  
Amsterdam Funding Corporation  
Anderson City Utilities IN  
Antec Electric System Co. Ltd  
ANXe  
Anxebusiness Corp.  
Applera Corporation  
ARL  
ASEC Exhaust Systems  
AT&T Corp.  
AT&T Solutions, Inc.  
ATT Wireless  
Autonova  
Avaya World Services, Inc.  
AXNe  
Beijing Delphi Wanyuan Engine Management  
Systems Company, Ltd.  
Beijing WY-GM Automotive Electric  
Bell South  
Blue Cross Blue Shield  
Blue Ridge Asset Funding Corporation  
Blue Totes – Atlantis  
Bluetooth

Borla Romcat  
Bridgestone T.G. Australia Pty. Ltd  
BSH Industries  
C.E. Communications  
CADPO  
Calsonic Kansei Corporation  
Calsonic Kansei Hungary  
Calsonic North America, Inc.  
Cardinal Health 200, Inc.  
Caretools, Inc.  
Cellco Partnership  
Chemical Reclamation Svcs Inc USA  
CIA Industrial Armas  
CIGNA Behavioral Health  
CIGNA Healthcare  
Cinergy PSI IN  
Clifford Electronics, Inc.  
Clinton (City of) MS  
Cole Managed Vision  
Columbus (City of) OH  
Componentes Delfa, C.A.  
Compressor Works, Inc.  
Compuware  
Connecticut General Life Insurance Company  
Constellation NewEnergy TX  
Constellation NewEnergy, Inc.  
Constellation NewEnergy-Gas KY  
Consteltn NewEngy PA  
Consumers Energy MI (Detroit)  
Consumers Power MI  
Consumers Power Company  
Coopersville (City of) MI  
Cullmann GmbH  
D.O.T. Volpe Center  
Daewoo Automotive Corporation  
DAS Deutschland GmbH  
DAS Poland Spolka z.o.o  
Davis Vision  
Dayton Power & Light Co OH  
Dayton Water Dept (City of) OH  
Debiotech S.A.  
Delco Remy International, Inc  
Delkor Corporation  
Delph Lockheed Automotive S.A.  
Delphi Aftermarket France  
Delphi Auto Brazil – E&C  
Delphi Auto Systems Australia  
Delphi Auto Systems Brazil – Harrison  
Delphi Auto Systems India Private Limited  
(DASPL)  
Delphi Automotive Systems  
Delphi Automotive Systems Espana (Logrono)  
Delphi Automotive Systems Espana Cadiz  
Delphi Automotive Systems France  
Delphi Automotive Systems Italia Sri (Diavia)

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Delphi Automotive Systems Lockheed UK (Aftermarket)	Ericsson AB
Delphi Automotive Systems Netherlands (Aftermarket)	Erie Cnty Dept Environ Serv OH
Delphi Automotive Systems Poland Sp. Z.o.o.	Exacto (Perfection Spring)
Delphi Automotive Systems Portugal (Ponte de Sor)	Fabrica De Aparatos De Air Acondicionado (FAACA)
Delphi Automotive Systems Spain	Falcon Asset Securitization Corporation
Delphi Automotive Systems Sungwoo	Famar
Delphi Delco Electronics Suzhou	Firma Carl Freudenberg KG
Delphi Delco Liverpool	Fitel USA Corp. (assigned by Lucent)
Delphi Diesel Systems England	Fitzgerald Wtr Lgt&Bond Com GA
Delphi Diesel Systems Ltd England	Flint (City of) MI
Delphi Diesel Systems Spain	Flip Chip Technologies
Delphi Diesel Systems Turkey	Four Seasons License (Division of Standard Motor)
Delphi Diesel Systems UK	Fraenkische USA, LP
Delphi Diesel Systems, S. L. Spain	Gasbarre Products
Delphi Harrison Calsonic (France)	Gatewat Industries
Delphi Lockheed Automotiove France (Aftermarket)	General Bearings Corporation
Delphi Packard Balcheng, Limited	General Motors Investment Management Corporation
Delphi Packard Electric Co Ltd (Shanghai)	Georgia Power Company
Delphi Packard Electric Malaysia Sdn Bhd	Giannulli, Thomas
Delphi Packard Espana	Girlock
Delphi Saginaw Lingyun Brilliance and Palio	GM do Brasil
Delphi Saginaw Lingyun Jinbel	GM France
Delphi Sistemas de Energia (Portugal)	GM License Exchange
Delphi TVS Diesel Systems Ltd India (Lucas)	Gotham Funding Corporation
Delphi-TVS Diesel Systems Ltd (India)	Green Shield Canada
Delta Dental	Health Plus Options Inc
Delta Guc	Health Solutions Inc
Deltek	Hendrick Motorsports
Design Solutions	Henry County REMC IN
Directed Electronics (formerly Clifford)	Heritage Interactive Services USA
DOC/NIST	HESCO Houston Energy Svcs Co
DOD	Hewitt Associates LLC
DOD TACOM	HTC
DOE	Hubei Auto Motor Factory
DOE/NETL	Hubei Delphi Automotive Generator
Dolby Digital	Hyundai Motor Company
DOT NHTSA	I.U.P.U.I.
DPL Energy Resources, Inc. dba DPL Energy	IBM Corporation
DSSCSC China	Ideal Technology Solutions U.S. Inc
DSSI	Indiana-American Water Comp
DTE Energy MI	Indiana-Michigan Power Comp IN
DuraSwitch	Indianapolis Power & Light Co
East Penn Manufacturing Company	Industrial Energy Users – Ohio
EBD Ventures (Savage Enterprise)	Inovise Medical, Inc.
El Paso Electric Co TX	Integrated Therapeutics Group, Inc.
Electricore Aerovironment	Intel Corporation
Electromotive	Intellectual Property Mining (IPM)
Embedded Technology	Intercall
Empress Ca-Le de Tiaxcala	JLT Services Corporation
Emtech	John Ross & Associates
Entergy (MS Power & Light) USA	Johns Hopkins University
EQ-Heritage USA	JSP Affiliates
	JSP America, Inc.



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JSP International Ltd.  
JSP International s.a.r.l.  
JSP Trading, Inc.  
Jupiter Securitization Corporation  
Kaiser Aluminum and Chemical  
Kale Oto Radyator  
KDAC (magna steer)  
KDAC (Sublicense) Shye Shyang Mechanical  
Industrial  
Kitco Fiber Optics  
Kokomo Gas & Fuel Company IN  
Kokomo Wastewater (City of) IN  
KPL (Western Resources) KS  
Kuo Yih Hsing Enterprise Co. Ltd (KYHE)  
Kyungshin Industrial Company Ltd and Bolim  
Lear Corporation  
Level 9  
Limestone County Commission AL  
Limestone County Wtr & Swr AL  
LiveDevices Inc  
Lockheed Martin Energy Systems (Oak Ridge  
Lab)  
Lockport (City of) NY  
Lockport Energy Associates NY  
Logikos  
Lord Corporation  
Lord Corporation Supply and Development  
Agreement  
Lucent Technologies Inc.  
Magic Valley Electric Coop USA  
Magnavox Government and Industrial Electronics  
Company  
Magnetoelectric Devices  
Manzai  
Matsushita Electric Corporation of America  
Matsushita Electrical Industrial Company  
MCI Worldcom Communications, Inc.  
Medco Health Solutions Inc  
Medstat Group, Inc.  
Metlife  
Metlife (Dental)  
Metropolitan Life Insurance Company  
Middle East Battery Company  
Mikuni  
Miller Engineering Services, Incorporated  
Mississippi Power Company  
MMT SA  
Moldflow Corporation  
Monroe County Water Authority NY  
Montgomery City San Eng Dept OH  
Motores y Aparatos Electricos de Durango S.A.  
de C.V.  
Moving Magnet Technologies SA (MMT)  
MPEG LA  
M-Plan  
MRI

NASA  
National Foot Care Program, Inc  
Navigation Technologies  
NCC Liteflex Donation (National Composite  
Center)  
NCMS Kinetic Spray  
NCMS LAV  
NCQA (National Committee for Quality  
Assurance)  
New Brunswick (City of) NJ  
New York Power Authority  
New York State Elec & Gas NY  
Nextel  
Nextel West Corp.  
Niagara Mohawk NY  
Nokia Corporation  
North Alabama Gas District AL  
North American Philips Corporation  
NY State Elec & Gas  
Oak Creek (City of) WI  
Ohio Edison Company  
Oil Chem Inc USA  
Olathe (City of) KS  
OneOK Energy Marketing OK  
Orbital Fluid Technologies  
Peng Tan Settlement  
Pepco Energy Services, Inc. (PES)  
Portage Cnty Wir Resources OH  
Premacare  
PSE&G NJ  
Purdue University  
R&D Enterprises  
Raufoss ASA  
Raytheon Company  
Remy International, Inc.  
Rineco Chemical Industries USA  
Rochester (City of) NY USA  
Rochester Gas & Electric NY  
Saginaw (City of) Wir & Swr MI  
Saginaw Deutschland  
Saginaw Norinco Lingyun Drive Shaft  
Saginaw Zhejiang Xiao Shan Steering  
Samlip Industrial Company  
Sanden Corporation  
Sanden International  
Satyam  
SBC Ameritech  
SBC Global Services, Inc.  
Scantron  
Scroll Laboratories, Inc.  
SDACC  
Shanghai Automotive Brake Systems  
Shanghai Automotive Brakes Corp.  
Shanghai Delco International Battery Company  
Ltd  
Shanghai Delphi Auto Air Conditioning Systems

Shanghai Delphi Automotive Door Latch  
Shanghai Ek-Chor General Machinery  
Shanghai Hezhong Automobile Company (Export  
& Import)  
Shanghai Huizhong Automotive Mfg. Co.  
Shanghai Saginaw Dongfeng Steering Gear  
SHPPS/Health International, Inc.  
SkyTel  
Societe Francaise Des Ammortisseurs  
(DeCarbon)  
Sonceboz SA  
Southern California Edison  
Sprint  
Sprint Spectrum, L.P.  
Sprint United  
SRI International  
Stant Manufacturing (Gates)  
State of Indiana  
State Street Bank and Trust Company  
Steward Inc.  
Tai Yue  
Takata  
TCS  
Techcentral LLC  
TechSolve  
Teknit  
Tennessee Valley Authority  
Test Products, Inc.  
TGI Direct  
The Bank of Tokyo-Mitsubishi, Ltd., New York  
Branch  
The Regents of the University of Michigan  
The Whitaker Corporation  
TI Group  
Time Warner  
Tom Giannulli Inc., dba Caretools, Inc.  
Tom Kelley  
Toshiba Corporation  
Toyota Motor Company  
Toyota Motor Corporation  
Trilogy Plastics  
Tripac International  
Troy (City of) MI  
Tulsa Utils Svc (City of) OK  
TXU Energy Retail Company LP  
TXU Energy TX  
UBE Industries (America), Inc.  
UBE Industries, Ltd.  
UBE Machinery Sales  
UGC  
Unisia Jecs Corporation  
United Health Care Insurance Company  
USAF/AFRL  
Valence Technology Cayman Islands Inc.  
Valence Technology Inc.  
Value Options, Inc. (Value Behavioral Health)

Vandalia (City of) OH  
VDO Control Systems  
VDO North America  
Verizon  
Verizon Wireless  
Verizon Wireless  
Verizon Wireless Messaging  
Warren (City of) Util Svcs OH  
Warren City of Pollution Control  
Wayne State University  
Whitaker (from Specialty Electronics)  
Wisconsin Electric Power Co WI  
Wyoming (City of) MI  
XM Satellite Radio, Inc.  
Yubei Machine Factory  
Zenith Fuel Systems  
Zhejiang Delphi Asia Pacific Brake (Yatal)  
Zoe Medical, Inc.

**(N) SECURED FINANCIAL CREDITORS**

See (C) above.

**(O) LIENHOLDERS AND OTHER  
SIGNIFICANT LENDERS**

Air Liquide Industrial US LP  
American Equipment Leasing, a division of EAB  
Leasing Corp.  
Ameritech Credit Corporation  
Applied Industrial Technologies, Inc.  
Applied Industrial Technologies-ABC, Inc.  
Applied Industrial Technologies-DBB, Inc.  
Applied Industrial Technologies-Dixie, Inc.  
Applied-Michigan, Ltd.  
Assembleon America Inc.  
Associates Leasing, Inc.  
AW Miller Technical Sales, Inc.  
Bank of Lincolnwood  
Bank One Michigan  
Bank One, NA  
Bell Microproducts, Inc.  
Canon Financial Services Inc.  
Cardinal Machine Company  
Cashcode Company, Inc.  
Centura Bank  
Charmilles Technologies  
CIT Communications Finance Corporation  
CIT Systems Leasing  
CIT Technologies Corporation  
Citicorp Vendor Finance, Inc.  
Commercial Tool & Die, Inc.  
Compaq Financial Services Corporation  
Computer Sales International, Inc.  
Credit Lyonnais, S.A., Cayman Islands Branch  
Crown Credit Company

Cupertino National Bank c/o Greater Bay Capital  
Daewoo Heavy Industries America Corporation  
Dell Financial Services LP  
Delphi Automotive Systems Corporation  
DRE Depositor Corp.  
Fifth Third Bank (Western Michigan)  
First Bank of Highland Park  
First Bank of Highland Trust  
GE Polymerland, Inc.  
General Electric Capital Asset Funding  
Hitachi Credit America Corp.  
Hubbard Supply Company  
Husky Injection Molding Systems, Inc.  
Icon SPK 2023-A LLC  
ICX Corporation  
In re: Bobby's Kitchen  
Information Leasing Corp.  
IOS Capital, LLC  
Juki Automation Systems, Inc.  
Kensington Capital Corporation  
Kyocera Mita America, Inc.  
LaSalle Bank National Association  
LaSalle National Leasing Corporation  
Lease Plan USA, Inc.  
Leasenet Group, Inc.  
Magid Glove & Safety Mfg. Co. LLC  
Makino Inc.  
Metlife Capital LP  
Miami Industrial Trucks Inc.  
Michele D'Andrea  
Milacron Marketing Company  
Minolta Business Solutions, Inc.  
Minolta Business Systems, Inc.  
Mori Seiki USA Inc.  
Motion Industries Inc.  
Motorola Credit Corporation  
Motorola, Inc.  
Murata Wiedemann Inc.  
Northern Michigan Tool Company  
OCE Financial Services, Inc.  
OCE North America, Inc.  
OCE-USA Inc.  
Okuma America America Corporation  
Omega Tool Corporation  
Pacific Rim Capital, Inc.  
Pullman Bank & Trust Company  
Rave Financial Services Inc.  
Relational Funding Corporation  
Renaissance Capital Alliance, LLC  
Rutherford Cooke et al.  
Sentry Financial Corporation  
Sentry Financial, Inc.  
Shaltz Fluid Power  
Southern Pacific Bancapital  
TCF Leasing, Inc.  
Tennant Financial Services

The Huntington National Bank  
The Peltz Group, Inc.  
Toshiba American Information Systems Inc.  
Toyota Motor Credit Corporation  
UMB Bank Colorado, N.A.  
Van Dorn Demag Corporation  
Varilease Corporation  
Wells Fargo Bank Northwest, Trustee  
Windsor Mold Inc.  
Xel Communications, Inc.

**(P) MAJOR CUSTOMERS**

Adam Opel AG  
Aftermarket  
AGco Parts Div-D7e50 Caterpillar  
AGco-Jackson Operation  
ArvinMeritor  
AZ Automotive  
Benteler  
Best Buy Co. Inc.  
BMW  
BMW Group  
Bosch  
Cannon Group Ltd  
Caterpillar  
Caterpillar-Joliet  
Circuit City Stores Inc  
Collins & Aikman  
Cummins  
Daihatsu  
DBM Tech.  
Delphi – Allied Sales  
DK Packaging  
Espackdis SA  
Fiat Automotives SA  
Fiat Group  
Ford Group  
Fuji Heavy Industries  
General Motors de Mexico S de RI  
General Motors de Mexico S Derlspom  
General Motors do Brasil Ltda  
General Motors Powertrain  
General Motors S Africa (Pty) Ltd  
GM de Argentina S A  
GM Espana SA  
GM Holden Ltd  
GM Powertrain  
GM SPO  
GMIO  
GMNAO  
Harley Davidson  
HMH Group  
Honda  
Isuzu Group  
Isuzu Motors Europe Ltd

Isuzu Motors Polska Sp Zo O  
Johnson Controls  
Kautex  
Koltec BV  
Magna Intier  
Mercedes-Benz U.S. International, Inc.  
Mitsubishi  
Modatek  
Napa Dist Center  
Navistar International  
New Wave Enterprises (Belgium) NV  
Nissan  
Paccar  
Perkins Engines Company Ltd  
Power & Signal Group  
Promotora  
PSA Group  
Renault  
Rover  
Saab Automobile AB  
Saab Automobile Parts  
Standard Motor Products Inc  
Suzuki Group  
Toyota  
Vauxhall Motors Ltd  
Visteon  
Volkswagen AG  
Volvo Truck  
VW Group  
Wal-Mart Stores CE  
XM Email LLC  
Yorozu

**(Q) MAJOR SUPPLIERS**

A Agrati SPA  
AASP – PA  
AB SKF  
Aceralia Tubos SL  
Acome Societe Cooperative De Produc  
Advanced Micro Devices  
Affinia Group Holdings Inc  
AFX  
Agfa Corporation  
Agfa-Gevaert N.V.  
Agilent Tech. (M) Sdn Bhd  
Aksys, Ltd.  
Alcan Inc  
Allevard Springs Ltd  
Alpine Group Inc, The  
Aluminum Co of America  
Amak Brake LLC  
American Discount Supply, Inc.  
American President Lines Ltd  
Amphenol Corp  
Amtek Engineering Ltd

Analog Devices GmbH  
Analog Devices Inc  
Android Industries LLC  
Aplicaciones de Metales Sinterizado  
Applied Biosystems  
ARC Automotive Inc  
Arnold Transportation  
Asahi Glass Co  
ASEC Manufacturing Sales  
Austria Microsystems AG  
Autocam Corp  
Autoliv ASP Inc  
Automatizacion y Disenos  
Automotive Traning Schools  
B&A Enterprises  
BAX Global  
BBK Ltd  
Benteler Automotive  
Berger GmbH & Co Holding KG  
Bing Metals Group Inc  
Binter SA  
Bitron Industrie SpA  
Boco Pty Ltd  
Bosch Automotive Systems Corp  
Brazeway Inc  
Brite Smile  
Brite Smile Center  
British Vita PLC  
BTV Holding GmbH  
Bus Electronik GmbH  
Calsonic Corp  
Cambrex Bio Science  
Cami  
Campbell Marshall E Co  
Cardinal Health  
Cardinal Health Canada 301, Inc  
Carlisle Companies Inc  
Carringworth Ltd  
Carter Group Canada Inc  
Caterpillar Engine Systems  
Centra Inc  
CF Gomma SPA  
CIE Automotive SA  
Clarion Corp Of America  
Coinstar  
Commissariat a l'Energie Atomique  
Compagnie Industrielle de Delle  
Contech  
Continental Gummi-Werke AG  
Corus LP  
CTS Corp  
Curiel Estrada Jorge  
Cyro Industries  
D&R Technology LLC  
Daewoo Heavy Industry America  
Dayco Products LLC

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DBG Tool & Machine  
Deloitte & Touche  
Denso International America  
DHL Danzas Air & Ocean  
Direct Sourcing Solutions  
DMC 2 Canada Corporation  
Dove Equipment Co Inc  
Dr Johannes Heidenhain-Stiftung GmbH  
DTE Coal Services  
Duluth Services  
E I Dupont de Nemours & Co Inc  
Eco-Bat America LLC  
Egelhof SA  
Ekm-Knobloch GmbH  
Elgin Industries  
Engelhard Corporation  
Engineered Plastic Components Inc  
Enricau Cesar Vuarchex Industries  
Epcos AG  
Essex Group Inc  
Everest Biomedical Instruments  
Federal Express Corporation  
Federal Mogul Corp  
Fedex Trade Networks  
Feintool International Holding  
Fernandez Racing LLC  
Fibrax Ltd  
Folketrygdfondet  
ForHealth Technologies, Inc.  
Fountain Construction Co  
Freescale Semiconductor Inc  
Fujitsu Ltd  
Furukawa Electric Co Ltd  
Futaba Corp  
Gambari International  
GE Medical Systems  
General Electric Capital  
Georg Fischer AG  
Giovanni Agnelli EC SAPA  
GKN PLC  
GM – AC Delco  
GM Daewoo Auto & Technology Co  
Great Lakes Tape Corp  
Green, Ernie Industries Inc  
Groupe Rencast  
Haemoscope Corporation  
Handy & Harman  
Hanwha Corp Poun Plt  
Helicor, Inc.  
Hella Kgaa Hueck & Co  
Henkel KGAA  
Hennessey Capital Solutions  
Hewlett-Packard Co.-Roseville  
Hewlett-Packard Company  
Hewlett-Packard GmbH  
Hewlett-Packard Singapore

Hewlett-Packard/San Jose  
Hinojosa Ramos Jesus Alfredo  
Hitachi Automotive  
Hitachi Chemical Asia Pacific  
Holden Ltd  
H-P Asia Pacific Pte. Ltd.  
HP Financial Services Cntr.  
HP International SARL  
HP Smartbuy  
HPC Engineering PLC  
HP-Colorado Springs  
HP-FORT COLLINS  
HP-San Diego HID  
HSS LLC  
Hub Group Associates Inc  
Hubert Stueken GmbH  
Hyo Seong Electric Co Ltd  
IAPA  
Ina-Schaeffler KG  
Inogen  
Inotherapeutics  
Intec Group  
Interamerican Trade Corp  
Intermet Corporate  
International Rectifier Corp  
International Truck & Engine  
Inzi Controls Co Ltd  
ISI of Indiana Inc  
Ispat International NV  
ITW Shakeproof Automotive  
ITW Tomco  
JCI  
Johann Albert Freund  
John Deere  
Johnson Matthey Plc  
Jvs Eqtos P/Autom Indl Ltda  
Kataman Metals Inc  
Keller Group Inc  
Key Safety Systems Inc  
KLA Tencor Corp  
Koa Speer Electronics Inc  
Koninklijke Philips Electronics NV  
Koyo Seiko Co Ltd  
KPMG LLP  
KS Centoco  
L-3 Communications  
Leaseway Transfer Pool  
LeftHand Networks  
Leoni AG  
Lexington Connector Seals  
Lexington Precision Corp  
Littelfuse Inc  
LS Cable Ltd  
Lunal  
M&Q Plastic Products Inc  
Madison-Kipp Corp

Marian, Inc  
Matco Tools  
Meadwestvaco Corp  
Mecaplast  
Medical Simulation Corporation  
Medrad  
Medtronic Navigation  
Melling Tool Company  
Metal Blanc SA  
Metaldyne Corporation  
Methode Electronics Inc  
Michael Baker, Inc.  
Microchip Technology Inc  
Microsoft Services  
Minebea Co Ltd  
Mitsubishi Electric  
Motorola Automotive  
MSX International Inc  
Muhr und Bender KG  
Multitronics Inc  
Murata Manufacturing Co Ltd  
Nabco Inc  
National Auto Radiator  
National Logistics  
National Semiconductor  
NEC Electronics Inc  
Niles Co Ltd  
Ningbo Huaxiang Electronic Co Ltd  
Nissho Iwai American Corp  
Niton Corporation  
Noranda  
Norandal USA INC  
North American Operations  
NuVasive, Inc.  
Ogura Corp  
OKI Semiconductor  
Olin Corp  
Omega Automation Inc  
Omron Corp  
Onex Corp  
Ontario Holding International Bv  
Ophthonix, Inc.  
Pacific Group Ltd  
Paid Prescriptions LLC  
Pam Dedicated Inc  
Panasonic Automotive  
Parker Hannifin Corp  
Particle Measuring Systems Inc  
PBR Automotive USA LLC  
PBR Columbia LLC  
PEK Co Ltd  
Philips Semiconductors  
Pioneer Corp  
Pixley Richards Holding Inc  
PJAX  
Plansee Holding AG

Plasco Inc  
Plymouth Rubber Co Inc  
Point 5 Technologies  
Point Dedicated Services  
Pollak Engineered Products  
Precision Turbo & Engine Reb.  
Pressac  
Prettl de Mexico SA de CV  
Progressive Moulded Products Ltd  
Protrans International Inc  
PT Infineon Technologies Batam  
Republic Engineered Products Inc  
Rescue Technology  
Reviva  
Robert Bosch Corporation  
Robin Industries Inc  
Rohm Co Ltd  
RSR Corporation  
Ryder Integrated Logistics  
S.E. Power Systems Orlando  
SA Dehuit  
Samtech  
Sansho Giken Co Ltd  
SAS Comte  
Schulte & Co Gmbh  
Securitas Security  
Selectron Corp  
Senko America Corporation  
Sensus Precision Die Casting Inc  
Serigraph Inc  
Setech Inc  
Setforge  
SGS Thomson  
Shanghai Ming Fang Autoparts Co Ltd  
Siemens Automotive Ltd  
Sirva Relocation  
Societe Industrielle de Sonceboz SA  
Sony Ericsson Mobile  
Spartech Corp  
Spirent Plc  
SPX Corp  
Stelco GmbH Electronic Components  
Stmicroelectronics Holding NV  
Stoba Praezisionstechnik GmbH & Co  
Storage Tek  
Sumitomo Electric Industries Ltd  
Sun Refining & Marketing  
Sunrise Medical HHG, Inc.  
Sunrise Medical Ltd  
Syncron-Eifler Ipari Es Kereskedelm  
Taigene Electric Machinery Co Ltd  
Taiho Corporation Of Europe Kft  
Tamsco, Inc. (US Gov't)  
Tata America Intl Corp  
Tawas Industries Inc  
Technitrol Inc

Technologia Modificada SA de Caterpillar  
 Teklas Kaucuk Sanayi Ve Ticaret AS  
 Teknia Manufacturing Group SL  
 The Swatch Group  
 Thevenin (Fonderie)  
 Tire Industry Foundation  
 Tokico Ltd  
 Tomkins PLC  
 Torrington Co  
 Total SA  
 Toyo Clutch Co Inc  
 Toyota Tsusho Corp  
 TPG Advisors Inc  
 Trelleborg AB  
 Trianon Industries Corp  
 TRW Automotive Holdings Corp  
 Tyco Electronics Corp  
 Tyco International Ltd  
 UBS AG  
 Umicore SA  
 Unigraphics Solutions Inc  
 US Steel Corporation  
 USA Technologies, Inc.  
 UVA Machine Company  
 Valeo Climate Control USA  
 Valeo SA  
 Valley Trucking Co Inc  
 Vallourec  
 Vanguard Distributors Inc  
 Verilink Corporation  
 Viasystems Canada Inc  
 Victory Packaging Inc  
 Vishay Intertechnology  
 Visteon Automotive Systems  
 Volvo do Brazil Veiculos Ltda.  
 Volvo Parts North America, Inc.  
 Wanxiang Group Corp  
 Waupaca Foundry Inc  
 Wheeler Brothers Inc.  
 WHX Corp  
 Wiederholt GmbH Vincenz  
 Wieland Werke AG  
 Wilh Werhahn  
 Wren Industries Inc  
 Yazaki Corp  
 Zeppelin-Stiftung

**(R) LETTER OF CREDIT ISSUERS AND BENEFICIARIES**

C.N.A.  
 Federal Environmental Protection Agency  
 Fraccionadora Industrial del Norte, S.A. de C.V.  
 GMACCM Asset Management de Mexico  
 Michigan Department of Environmental Quality  
 New Jersey Environmental Protection Agency

Ohio Environmental Protection Agency  
 Orange County Health Care Agency  
 ProLogis-Juarez (2) Investment, LLC  
 Reliance Insurance Company  
 RLI Surety  
 Safeco Insurance  
 State of Alabama Dept of Industrial Relations  
 State of Georgia, Workers' Compensation Board  
 State of Kansas, Workers' Compensation Board  
 State of New York, Workers' Compensation Board  
 Toronto Dominion Bank

**(S) STATE AND OTHER GOVERNMENTAL AUTHORITIES WITH AN INTEREST IN THE COMPANY**

ADEM – Water Division – Compliance Unit of Ground Water Branch (Alabama)  
 ADEQ Tanks Program Division – Inspection and Compliance Unit (Arizona)  
 Air Resources Board (ARB) (California)  
 Alabama Department of Environmental Management (ADEM)  
 Arizona Department of Environmental Quality (ADEQ)  
 California Environmental Protection Agency: (Cal EPA)  
 Certified Unified Program Agencies (CUPA) (California)  
 Colorado Department of Public Health and Environment (DPHE)  
 Department of Toxic Substances Control (California)  
 Georgia Department of Natural Resources  
 IDEM – Office of Land Quality (Indiana)  
 Illinois Environmental Protection Agency  
 Indiana Department of Environmental Management (IDEM)  
 Integrated Waste Management Board (CIWMB) (California)  
 Internal Revenue Service  
 Kansas Department of Health & Environment  
 KDHE – Bureau of Environmental Remediation – Storage Tank Section (Kansas)  
 Kentucky Environmental and Public Protection Cabinet  
 Minnesota Pollution Control Agency  
 Mississippi Department of Environmental Quality  
 Missouri Department of Natural Resources  
 New Jersey Department of Environmental Protection  
 New York State Department of Environmental Conservation (NYSDEC)  
 NYSDEC

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Office of Environmental Health Hazard  
Assessment (OEHHA) – Prop 65 (California)  
Ohio Department of Commerce  
OHSA  
Oklahoma Corporate Commission  
Oklahoma Department of Environmental Quality  
Pennsylvania Department of Environmental  
Protection  
Pension Benefit Guaranty Corporation (PBGC)  
Regional Air Pollution Control Agency (RAPCA)  
(Ohio)  
South Carolina Department of Health and  
Environmental Control  
State Department of Health Services, Office of  
Drinking Water (California)  
State Regional Water Quality Control Boards  
(California)  
State Water Resources Control Board (SWRCB)  
(California)  
Tennessee Department of Environmental &  
Conservation  
Texas Commission on Environmental Quality  
U.S. Department of Transportation  
U.S. Environmental Protection Agency  
Wisconsin Department of Natural Resources

**(T) UNIONS REPRESENTING COMPANY  
EMPLOYEES**

AFL-CIO Local 755  
AW Local 286  
EAST – Electronic and Space Technicians  
EAST Local 1553  
Electronic and Space Technicians Local 1553  
IAM & AW – International Association of  
Machinists and Aerospace Workers  
IAM Local 78  
IBEW – International Brotherhood of Electrical  
Workers  
IBEW Local 663  
International Association of Machinists, AFL-  
CIO Tool and Die Makers Lodge 78  
International Brotherhood of Electrical Workers,  
AFL-CIO Local 663  
International Union of Operating Engineers Local  
101-S  
International Union of Operating Engineers Local  
18-S  
International Union of Operating Engineers,  
Local No. 101  
International Union, United Automobile,  
Aerospace and Agricultural Implement  
Workers of America (UAW)  
IUE Local 1111  
IUE Local 416  
IUE Local 698

IUE Local 709  
IUE Local 711  
IUE Local 717  
IUE Local 718  
IUE Local 755  
IUE Local 801  
IUE, AFL-CIO Local 698  
IUE, AFL-CIO Local 711  
IUE, AFL-CIO Local 718IUE  
IUE-CWA – International Union of Electronic,  
Electrical, Salaried, Machine & Furniture  
Workers – Communications Workers of  
America  
IUE-CWA Local 1111  
IUE-CWA Local 416  
IUE-CWA Local 709  
IUE-CWA, AFL-CIO Local 801  
IUE-CWA, AFL-CIO,CLC Local 717  
IUE-CWA, The Industrial Division of the  
Communications Workers of America, AFL-  
CIO, CLC  
IUOE – International Union of Operating  
Engineers  
IUOE Local 832S  
UAW – United Automobile, Aerospace and  
Agricultural Implement Workers of America  
UAW Amalgamated Local 292  
UAW Amalgamated Local 686  
UAW Local 1021  
UAW Local 1097  
UAW Local 167  
UAW Local 1866  
UAW Local 2031  
UAW Local 2083  
UAW Local 2151  
UAW Local 2157  
UAW Local 2188  
UAW Local 2190  
UAW Local 2195  
UAW Local 286  
UAW Local 292  
UAW Local 438  
UAW Local 467  
UAW Local 651  
UAW Local 662  
UAW Local 686, Unit 19  
UAW Local 696  
UAW Local 699  
UAW Local 913  
UAW Local 969  
UAW, International Union, United Automobile,  
Aerospace and Agricultural Implement  
Workers of America  
United Steelworkers of America  
United Steelworkers of America AFL-CIO/CLC,  
Local Union 87



USW Local 87

USWA – United Steelworkers of America AFL-  
CIO/CLC

**(X) OTHER MISCELLANEOUS INTERESTED  
PARTIES**

Consumer Electronic Product Line  
Vehicle Electronic Product Line